# MARVEL MASTERWORKS®

# MARVEL TEAM-UP®

## VOLUME 4

MARVEL TEAM-UP Nos. 31-40
& GIANT-SIZE SPIDER-MAN Nos. 4-5
GERRY CONWAY & SAL BUSCEMA
WITH BILL MANTLO & ROSS ANDRU

MARVEL

MARVEL MASTERWORKS

PRESENTS

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COLLECTING

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GERRY CONWAY • SAL BUSCEMA

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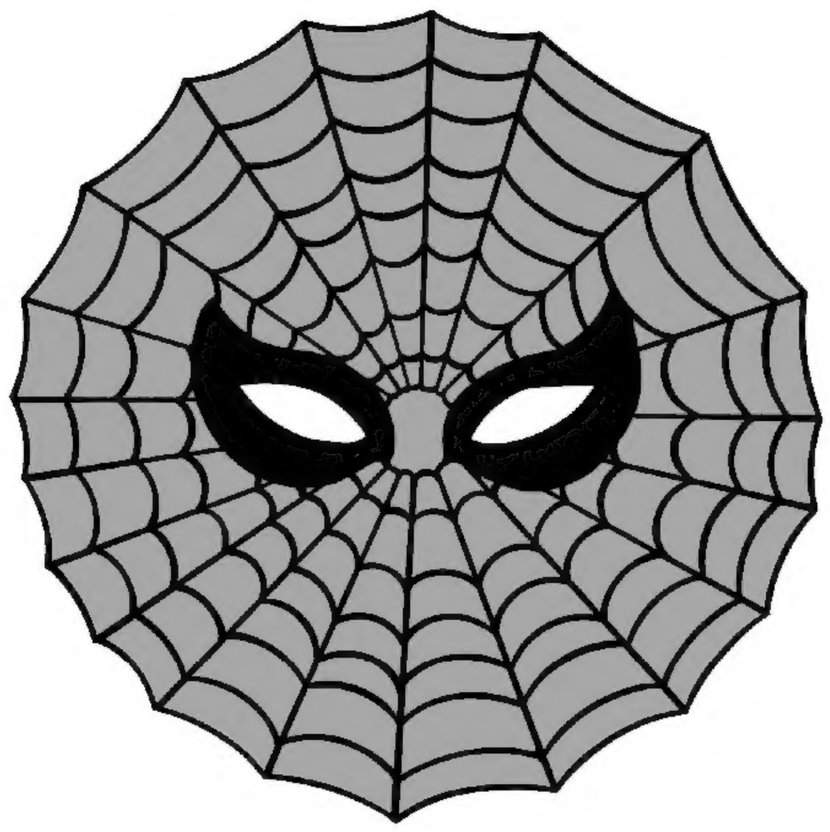

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# MARVEL MASTERWORKS
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"Anybody Here Know a Guy Named Meteor Man?"

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# INTRODUCTION
## BY RALPH MACCHIO

*Marvel Team-Up* was a logical outgrowth of the unprecedented popularity of everybody's favorite web-spinner. It's ironic that a loner such as Spider-Man was headlining a magazine in which he'd connect with other Mighty Marvel mainstays on a monthly basis for some super-heroic hijinks. But it happened. And we're proud as punch to present you fine folks with another magnificent *Marvel Masterworks*, collecting a bountiful batch of *Team-Up* classics for your kind perusal.

This was a comic book I loved picking up month after month, and I'll bet ya we share many of the same reasons for that. The heavy soap operatic elements and personality angst was grist for the mill over in the flagship title, *The Amazing Spider-Man*. However, in *Team-Up*, we could indulge in seeing Spidey interact with a different star from the Marvel firmament, enjoying the boisterous badinage between them. The emphasis was on the web-slinger and his guest star throwing down with the villain of the piece. It was action that ruled the roost, not deep soliloquizing or romantic entanglements. And that was fine with me—and I'm guessing, with you, too.

Through the years I've heard some Spider-Man purists bemoan the existence of a book such as *Team-Up*. Arguments range from "If it wasn't shown in *The Amazing Spider-Man*, it didn't count," to "It's silly to think Spidey could constantly bump into other heroes to join forces with." Well, I say nuts to both statements. First, as you'll note when you read many of the awesome entries in this *Masterworks*, what was currently going on in *The Amazing Spider-Man* was often referenced in *Team-Up* tales, thus giving the book added legitimacy. Second, most of the Marvel stable of heroes are (or were) located in and around the New York metropolitan area, so it's no wonder the web-spinner kept running into them. And, for me, there was something liberating about seeing Spider-Man just cutting loose and taking out the bad guy, partnered up with whomever. We Spiderphiles were plain lucky to have so much web-spinning material on tap to get out our jollies. This munificent *Masterworks* edition presents you with a raucously representative sampling of some of the better *Team-Up* tales courtesy of Mr. Gerry Conway and Mr. Bill Mantlo, two highly talented writers.

The majority of issues in this vast volume were penned by Gerry, who, conveniently, happened to have been the then scripter on the sister title *The Amazing Spider-Man*. He was a true child prodigy, barely out of his teens when he made his mark on the Marvel landscape. And he contributed mightily to this title in his day. Starting off this present volume with *MTU* #31, the web-spinner joins forces with Iron Fist against a truly bizarre baddie called Drom the Backwards Man. Drom is such a unique creation that Merry Gerry and Gentleman Jim Mooney dreamed up for the issue that it reminds me of something else I always dug about this series: Villains created specifically for it, not being drawn from the main title's mammoth menagerie. This was a book that could stand on its own two feet and deliver its own brand of entertainment.

Issue #32, gives the wall-crawler a rest (actually he's over in *Giant-Size Spider-Man* #4) as the high-flying Human Torch (of Fantastic Four fame) joins forces with Daimon Hellstrom, the Son of Satan himself. Conway effectively displays the dual nature of Hellstrom that makes him such a universal figure. Although he generally works on the side of the angels, Daimon is dangerous beyond belief when his Darksoul, his satanic side, becomes dominant. Then, it's time to head for the hills!

Spider-Man's back with issue #33, which was a particular favorite of mine because Gerry brought

back a villain from Spidey's distant past, from near the end of the legendary Lee/Ditko era—the Meteor Man, once known as the Looter. This gent is one of the nuttier super villains the web-spinner's ever run across. I recall when I edited *The Sensational Spider-Man* in the 1990s that the creative team on that title, Todd DeZago and Mike Wieringo, were so taken by him that they couldn't wait to put him in their book.

The story continues into issue #34 where not just one, but two of the Defenders—both of whom happen to use a pair of wings to get around, although Val's is attached to her Asgardian steed—carry on the fight against Jeremiah, the Last Prophet of the Lord. It's *Marvel Team-Up*, not *Marvel Two-In-One*, so nobody said we couldn't feature three super heroes! Whatever; it's a treat watching Spidey interact with these two.

Switching gears, Gerry delivers some literal Marvel magic as yet another Defender, that Master of the Mystic Arts, Doctor Strange, and the returning Human Torch continue the fight again the demonic Jeremiah, another villain created specifically for this title, who works beautifully here.

Conway then concludes his tenure on *Marvel Team-Up* with a couple of creepy thrillers guest-starring the Frankenstein monster and the malevolent Man Wolf. Talk about going out with a bang! I enjoyed the pairing of Spider-Man with Dr. Frankenstein's tragic creation so much, that, years later, I put the two together again in another Spidey team-up I edited, *Spider-Man Unlimited* #21.

Bill Mantlo took over the remainder of the *Team-Up* tales, and he really hits the ground running with issue #38's "The Night of the Griffin." But it's on the next two issues that Big Bill kicked into high gear as he threw everybody and the kitchen sink into a titanic two-part epic that hearkened back to those fabulous gangster stories by Lee and Ditko from the 1960s. It wasn't until I reread issues #39 and #40 I realized how perfectly structured they were as Bill juggled about a dozen characters in a grim and gritty organized-crime drama. It pits the Big Man against the Crime Master in a gang war that'll have you running for cover. And when you finally learn the respective identities of the Big Man and the Crime Master you'll be truly shocked. It's a treat for film noir fans everywhere.

That brings me to the illustrative side of things. Without master graphic storytellers such as Sal Buscema and Jim Mooney, these issues, no matter how well written, would lose half their impact. All but one of the *Marvel Team-Up* stories we've collected in this tome were penciled by Our Pal Sal. Sal lent his potent penciling prowess to countless Marvel series including *The Avengers*, *The Incredible Hulk* and *The Defenders*. No matter the number of characters or density of incident, Mr. Buscema makes it all look easy; the mark of the true professional. His work is so artful, it's artless. Sal could draw any character with all the visual acumen of a master. And let's not forget those suitable-for-framing covers by the unmatchable Gil Kane we've included to dazzle your senses. Gil was always the cat's meow when it came to Marvel covers and you're seeing some of his best here. I should also mention that Gil drew some great issues of this title, as you'll recall from our previous *Marvel Masterworks: Marvel Team-Up* volumes. Few pencilers could come close to matching his ability to draw the human figure in action poses or create dynamic fight sequences.

I can't conclude this little overview of what awaits you beyond this timely text without a few words on the two scintillating *Giant-Size Spider-Man* extravaganzas. This was *Marvel Team-Up*'s entry in the glorious Giant-Size format and it again featured the wondrous wall-crawler sharing billing with another Marvel superstar. Those of you wondering why the Human Torch took the headlining position in *MTU* #32 and #35, the answer is because Spidey was over in *Giant-Size* during those months.

Gerry Conway scripted both issues in *Giant-Size Spider-Man* issues in this *Masterworks* and he

knocked it out of the park twice. Issue #4 guest-starred Mr. Conway's own incredible creation—Frank Castle, the Punisher. It's hard to imagine the almost incalculable impact this violent vigilante has had on the Marvel Universe since his introduction back in 1973. He was Marvel's answer to the Executioner of paperback book fame, and Charles Bronson's character from the *Death Wish* films. Conway uncannily tapped into the zeitgeist of the times and the Punisher's popularity has grown exponentially ever since. If Gerard F. Conway had done nothing more than create the Punisher, he would have made an indelible contribution to the Marvel mythology. Aided and abetted by master penciler Ross Andru, Gerry introduces a super-baddie who would make many appearances through the years: Moses Magnum. Mr. C. also addressed the always uneasy relationship Marvel's mainstream heroes have had with this gun-toting vigilante operating in their midst, though he operates by very different rules.

That brings me to *Giant-Size Spider-Man* #5, guest-starring everybody's favorite swamp creature, the macabre Man-Thing. This muck-encrusted mockery of a man also holds a special place in Gerry's heart, I'm certain, because he co-wrote the first Man-Thing tale with the redoubtable Roy Thomas, that was originally published in one of our much-lauded black-and-white magazines: *Savage Tales*. The whole premise of the character was set up there and Man-Thing just took on a misanthropic life of his own, graduating to his own title brilliantly written by Steve Gerber, from which Howard the Duck actually sprung. In this story Gerry also adds another slimy swamp-dweller you wouldn't want to get close to: the Lizard, from Spidey's own plentiful rogues' gallery. The inevitable clash between those two is worth the price of admission. It's a tooth-and-claw takedown that will leave you breathless. Just watch out for flying mud, Marvelite.

Well, I've gabbed on long enough. Now it's time for you True Believers to savor the delicacies before you. It all begins with a sleepy Peter Parker grabbing some breakfast at a diner near his Chelsea pad, and then—but that would be telling. Just turn the page and…

Enjoy,
— Ralph Macchio
**2018**

MARVEL TEAM-UP

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# MARVEL TEAM-UP™

FEATURING

# SPIDER-MAN™ AND IRON FIST®™

SPIDER-SKILL AND KUNG FU FURY-- TOGETHER AGAIN FOR THE FIRST TIME!

AN OFF-BEAT TITLE--AN OFF-BEAT TALE!

FOR A FEW FISTS MORE!

# Stan Lee PRESENTS: SPIDEY and IRON FIST -- TOGETHER!

GERRY CONWAY * JIM MOONEY * VINCE COLLETTA * ARTIE SIMEK, LETTERER * LEN WEIN
AUTHOR ARTIST INKER PETRA G., COLORIST EDITOR

# FOR A FEW FISTS MORE!

HI-YAA!

"I'M TAKING THIS ONE DOWN, BECAUSE IF WHAT I WAS TOLD IS **TRUE**--I WON'T REMEMBER **ANY** OF IT IN THE MORNING--AND THIS IS **ONE** ADVENTURE I WANT TO REMEMBER, **NO MATTER WHAT.**

SPECIA
TEXAS
CHILI
DOGS
AND
BEANS

KR-RA-SH!

"IT STARTED WITH A **VERY** EARLY MORNING BREAKFAST IN A DINER A FEW BLOCKS NORTH OF MY NEW **APARTMENT.** I HADN'T BEEN TO SLEEP--IT WAS GETTING TOWARD **DAWN**--AND I KNEW IF I WAS GOING TO MAKE IT THROUGH THE NEXT DAY, I NEEDED **FOOD.**

"FOOD I GOT--

"I ALSO GOT--
VIOLENCE!

"ALL OF A SUDDEN, I WAS IN THE MIDDLE OF A TV SHOW. THIS JERK CAME FLYING ACROSS THE ROOM LIKE A REFUGEE FROM MANNIX--

THRUMP!

HEY! LOOK OUT!

"--AND RIGHT BEHIND HIM WAS THIS DAVID CARRADINE LOOK-ALIKE!

"HE LEAPED FEET FIRST-- SCREAMING LIKE KA-ZAR--

AAAIII-YAAAA

SKRASH

"--AND IF THE FIRST CHARACTER HADN'T DODGED, HE WOULD'VE BEEN MINCE-MEAT!

"THE COSTUMED GUY LANDED LIKE A CAT, AND IMMEDIATELY SLIPPED INTO A CLASSIC KUNG FU POSE.

"THE OTHER FELLA ALSO SLIPPED INTO A CLASSIC POSE--

"--CLASSIC FOR THE NEW YORK STREETS, THAT IS.

"THE KNIFE HE PULLED OUT MUST HAVE BEEN SIX INCHES LONG, AND THE WAY HE HELD IT--HE KNEW HOW TO USE IT.

"FRANKLY, EVEN I WOULD'VE BEEN A LITTLE NERVOUS--

"--BUT THE GUY IN THE GREEN-AND-YELLOW SUIT WASN'T BOTHERED AT ALL.

"THE VERY NEXT MOMENT, I SAW WHY.

THRASH!

I DON'T BELIEVE I SAW THAT. THE WAY HE MOVED--JUST LIKE SHANG CHI.*

IT'S BEEN WEEKS SINCE I LAST HAD A REALLY HOT NEWS ITEM FOR JONAH JAMESON'S PAPER--

--THIS COULD BE JUST WHAT I NEED.

HEY! HEY, YOU!

WHAT ABOUT THIS DOOR? WHO'S GONNA PAY FOR THE DOOR?

"THE COSTUMED GUY DIDN'T ANSWER. SOMEHOW, I DIDN'T THINK HE WOULD.

*WHO SPIDEY MET IN GIANT-SIZE SPIDER-MAN #2. --LEN.

"THE WAY HE WALKED, THE WAY HE'D TREATED THAT MUGGER, HE ACTED LIKE A MAN WITH A MISSION.

"YOU KNOW THE KIND--THEY'RE OBSESSED WITH THEIR OWN PERSONAL VIEW OF REALITY--!

CHIN TRADING CO.

LE SALE

FLORIST

"THAT'S NOT TO SAY THEY'RE CRAZY, MIND YOU...JUST SINGLE-MINDED. I'LL BET THAT MUGGER WASN'T MORE THAN A MOMENTARY ANNOYANCE TO THE COSTUMED GUY...

AND THAT MAKES ME WONDER--WHAT WILL I BE?

IF I WANT TO GET PICTURES OF THIS CHARACTER, I'LL HAVE TO STAY OUT OF SIGHT--AND THAT MEANS STALKING HIM, SPIDEY-STYLE!

I WISH MY HANDS WEREN'T SO SORE, THOUGH--

FRAGILE

--SINCE THAT'LL MAKE TRACKING HIM THAT MUCH HARDER.

STILL--I SHOULD BE GLAD THEY'RE WORKING AT ALL, AFTER THE BEATING THEY TOOK, POUNDING A BRICK WALL.*

*IN SPIDEY'S OWN BOOK, ISSUE #141. --LEN.

WELL, WE JUST HAVE TO MAKE DO WITH THE TOOLS WE'RE GIVEN--

--AND IF THAT MEANS WEB-SLINGING WITH BATTERED FISTS--

--THEN THAT'S WHAT I'LL HAVE TO DO!

"LIFE HAS A WAY OF SNEAKING UP **BEHIND** YOU, SOMETIMES; WHEN YOU LEAST EXPECT IT, AS THE SAYING GOES, THE STRANGEST THINGS ARE LIKELY TO **HAPPEN**...

"TAKE **ME**, FOR INSTANCE. DID I EVEN **SUSPECT** I WAS BEING WATCHED AS I SWUNG ALONG AFTER THE COSTUMED GUY?

"I DID NOT.

"BUT I WAS...

.KNIHT I ,**GNITSERETNI** TSOM EVORP LLIW SIHT... HHHA*

...**EVIVRUS** OT YGRENE HGUONE HTIW EM EDIVORP NAC SRETHGIF DEMUTSOC ESEHT FO **ENO** FI *

ACME BOOKS

ACME BOOKS

*READ: "AHHH... THIS WILL PROVE MOST **INTERESTING**, I THINK."--GER.

"IF **ONE** OF THESE COSTUMED FIGHTERS CAN PROVIDE ME WITH ENOUGH ENERGY TO **SURVIVE**--"--GER.

!**OWT** MORF NIAG NAC I REWOP TAHW KNIHT-- *

50

*READ: "--THINK WHAT POWER I CAN GAIN FROM **TWO!**"--GER. (NOTE: HEREAFTER, WE'LL JUST GIVE YOU THE **TRANSLATIONS**, AND SAVE THE ORIGINALS FOR OUR **MEMORY BOOK!**)

BUT FIRST, I HAVE TO BRING THEM INTO **CONTACT**--JUST AS I BROUGHT THAT **FIRST** COSTUMED FOOL INTO CONTACT WITH THAT **STREET-THIEF.**

SUCH A MANEUVER SHOULD NOT BE **TOO** DIFFICULT TO **ACCOMPLISH**--

**HAH!**

NNNN

**ACK!**

NNNNAN

**YEEEOW!**

"LIKE I SAID, LIFE HAS A WAY OF SNEAKING UP ON YOU. RIGHT THEN, I DIDN'T KNOW **WHAT** WAS GOING ON; ALL I HAD TIME TO **DO** WAS CRY--

**TIMBERRRRRRR!**

**THOM!**

**KLUMP!**

"WHEN I FALL, I FALL **HARD.** IF IT HADN'T BEEN FOR THE WARM BODY **UNDER** ME, I MIGHT HAVE SHATTERED MY **SPINE**--BUT EVEN SO, I WAS KNOCKED **SILLY.**

"AS FOR THE GUY I **FELL** ON--

"--YOU SHOULD HAVE SEEN HIM **ROLL!**

"NOW, IF THINGS HAD STOPPED **RIGHT THERE**, IT WOULD HAVE BEEN **FINE**.

"**U**NFORTUNATELY, MY FRIEND HADN'T YET **REALIZED** HE WAS MY FRIEND--

STOP

"--AND ALL AT **ONCE**, HE WAS BEING **DEFENSIVE**!

"**D**ID I SAY DEFENSIVE? CORRECT THAT TO READ-- **HE ATTACKED**!

**HAAII!..**

**HOLD IT!** YOU DON'T UNDERST-- **YEEEOOWW!**

**YA!** **KRUMMP!**

TWICE TONIGHT, I HAVE BEEN **ATTACKED** WITHOUT REASON.

NOW YOU WILL TELL ME **WHY**, MASKED MAN--OR I SWEAR ON MY FATHER'S GRAVE--

--I WILL **KILL** YOU.

"**T**HIS MAN WAS GOING TO BE **TROUBLE**. I WATCHED HIM, KNOWING NOTHING I COULD SAY WOULD CALM HIM NOW-- HOPING I COULD **STALL** HIM UNTIL HE'D HAD TIME TO **WIND DOWN**--!

"THAT IDEA WENT OUT THE WINDOW FAST. THERE WAS NO WAY I COULD STALL THIS BOZO--

AAAYIIIYAA!

"--SO I DID THE ONLY THING I COULD--

"--I HIT BACK!

CRACK!

WITH ANY LUCK, HE'LL HAVE A GLASS JAW--BUT IF HE DOESN'T, IT'S BYE-BYE SPIDER-MAN--

--'CAUSE THIS GUY'S STRONG!

"HE DIDN'T HAVE A GLASS JAW--BUT THE BLOW STUNNED HIM ANYWAY. I TRIED TO TALK TO HIM-- BUT IT WASN'T ANY USE--!

LISTEN, I DON'T WANT TO FIGHT YOU, OKAY?

FALLING ON YOU WAS AN ACCIDENT, THAT'S ALL--

SPAK!

--JUST AN ACCIDENNN- NNHHHHH!

"WHILE THE TWO OF US WERE FIGHTING, THE MAN WHO'D STARTED THE FIGHT WAS WATCHING US-- ABSORBING ENERGY FROM OUR FIGHT, FEEDING ON US LIKE SOME SORT OF GHOUL.

"NEITHER OF US EVEN KNEW HE EXISTED THEN, BUT HE WAS THE REASON FOR OUR BATTLE--

"--A GUY CALLED DROM, THE BACKWARDS MAN!

"TALKING WAS USELESS--THE GUY IN GREEN DIDN'T **WANT** TO TALK, AND THAT LEFT ME ONLY **ONE** ALTERNATIVE--

"--SOMETHING I HADN'T WANTED TO **DO**, SINCE IT TENDS TO **ALIENATE** PEOPLE A LITTLE--

"--BUT IN **THIS** CASE, I DIDN'T HAVE ANY **CHOICE**.

FWIT!

**SORRY**, PAL--THIS HURTS **ME** MORE THAN IT HURTS **YOU**.

**ESPECIALLY** SINCE THIS WEB-FLUID IS SO **EXPENSIVE!**

"IT TOOK HIM A COUPLE OF MINUTES TO REALIZE HE WAS CAUGHT, BUT **GOOD**; WHEN I DIDN'T **DO** ANYTHING TO HIM, HE MUST HAVE DECIDED I'D BEEN TELLING THE **TRUTH**, 'CAUSE...

IT SEEMS--I'VE MADE A **MISTAKE**. IN MORE WAYS THAN **ONE**.

I LET MY MOMENTARY **ANGER** USURP MY **INTELLIGENCE**--

--WHICH IS A MISTAKE ONE CAN **NEVER** AFFORD TO MAKE.

WELL, NOBODY'S **PERFECT**, TWINKLE-TOES.

MY NAME'S **SPIDER-MAN**. YOU LOOK **FAMILIAR**, BUT--

I AM CALLED **IRON FIST**...

...FOR REASONS WHICH **MUST** BE **OBVIOUS!**

KRAK!

RIPPP!

UH-**HUH**.

PRETTY NEAT **TRICK** YOU'VE GOT THERE, FRIEND.

WHY DON'T YOU AND I HAVE A LITTLE **TALK**? OKAY?

I HAVE NO **OBJECTIONS**, SPIDER-MAN. A TALK MAY PROVE MOST-- **ENLIGHTENING**.

NO.! THEY'VE STOPPED FIGHTING--AND MY ENERGY INPUT HAS DROPPED AS WELL--DANGEROUSLY!

I NEED THEIR ENERGY TO SUSTAIN MY PRESENT TEMPORAL STATE--

--AND I WILL TAKE IT--NO MATTER THE COST!

"I WANTED TO FIND A PLACE WHERE WE COULD TALK, UNDISTURBED, SO I TOOK HIM TO THE CONSTRUCTION SITE WHERE THEY'RE BUILDING BATTERY PARK CITY--

"--A KIND OF CITY-WITHIN-THE-CITY, WHICH WILL EXTEND OUT INTO THE RIVER, OVER THE WEST SIDE HIGHWAY.

"TO GIVE YOU AN IDEA OF THE PRIORITIES IN THIS TOWN, THE ONLY THING COMPLETED SO FAR IS THE COMMUNITY PLAYGROUND, WHICH IS BEING USED BY THE LOCAL CITIZENS FOR THE TIME BEING...

"THAT'S WHERE IRON FIST AND I ENDED UP--

"AND BOY, DO I WISH WE HADN'T.

AT FIRST I THOUGHT HE WAS SIMPLY A COMMON THIEF--BUT HE PERSISTED IN HIS ATTACK--

YOU CAN SAY THAT AGAIN...

YOU KNOW, WHILE WE WERE FIGHTING--IN ALL THE EXCITEMENT--I FORGOT SOMETHING.

MY WEBBING--YOU SAW HOW STRONG IT IS.

DOES IT SEEM LIKELY TO YOU THAT IT'D JUST SNAP--

--LIKE A PIECE OF STRING OR--

BEHIND YOU!

HUH?

"STARTLED, I WAS TOO **CONFUSED** TO DO ANY-THING MORE THAN **DUCK**--

**HEY!**

"--WHICH GAVE **IRON FIST** TIME TO GET INTO POSITION--

"--AND **KICK.**

**SPUUH!**

"A LOT OF **GOOD** IT DID HIM, TOO.

"THE CREATURE--**WHATEVER** IT WAS--CAME AT ME AGAIN. THIS TIME, I WAS A LITTLE MORE **PREPARED.**

"IT LUNGED AND I **LEAPED**--

"--AND IRON FIST TRIED **ANOTHER** PUNCH--

"--WITH THE SAME WONDERFUL RESULTS AS **BEFORE.**

"CORRECTION: EVEN **MORE** WONDERFUL.

**WUTT!**

**UNNNHH!**

**TERRIFIC.** I DON'T KNOW **WHO** YOU ARE OR **WHAT** YOU WANT--

--BUT ONE THING'S CERTAIN: YOU'RE NOT GOING TO WIN ANY **FRIENDLINESS** AWARDS.

UH-OH... GETTING READY TO **ATTACK** ME AGAIN, AREN'T YOU? GO AHEAD, SANDPAPER-PUSS--

FFTTT

--I'M READY AN' WAITING!

FUTT

"ONE OF THE **NICE** THINGS ABOUT BEING A SUPER-HERO IS THIS:

"YOU CAN USUALLY DEPEND ON A CERTAIN SEQUENCE OF **EVENTS**--FIRST YOU'RE ATTACKED FROM THE **FRONT**--

"THEN--FROM **BEHIND!**

**AHA!** I **THOUGHT** SO!

SANDY HERE DIDN'T **SEEM** LIKE THE TYPE TO PLAY **MASTERMIND**--

SPEEEEE

--SO I FIGURED THERE **HAD** TO BE SOMEONE WATCHING--

--SOMEONE WHO'D TRY AND **BUTT IN** WHEN SANDY TOSSED IN HIS **CHIPS.**

UNLESS I MISS MY GUESS--THAT SOMEONE IS **YOU,** FRIEND!

"I SHOT A LOAD OF **WEBBING** AT THE MAN I LATER CAME TO KNOW AS **DROM**--

"--AND THEN --SOMETHING **STRANGE** HAPPENED --THE WEB BEGAN TO **DECAY**--

"--AND WHILE I **GAPED**--

"--IT TURNED TO **DUST!**

NOW *THAT* I JUST DON'T *BELIEVE.*

--TLOD, GNIHTYNA EVEILEB OT UOY ROF *YRASSECEN* TON SI TI*

*"IT IS NOT **NECESSARY** FOR YOU TO BELIEVE ANYTHING, DOLT--" --TRANSLATOR GER.

*.ENIM* SI EMAG EHT DNA-- NWAP A ERA UOY

FZAK!

"*YOU ARE A PAWN--AND THE GAME IS **MINE.**" --ENUFF-OF-THIS-STUFF-ALREADY--GER.

"*AND THAT, AS THEY SAY, WAS ALL SHE **WROTE**--AT LEAST FOR ANOTHER HOUR OR TWO, UNTIL I WOKE UP TO FIND MYSELF IN ONE OF THE MOST **BIZARRE** LABS I'VE EVER SEEN...*

"*WHICH WAS ONLY **FITTING,** AFTER ALL--CONSIDERING THE LAB'S **OWNER.***

"*AT THAT POINT, I STILL DIDN'T KNOW DROM'S NAME, OR ANYTHING **ABOUT** HIM--*

HEY...

"*--BUT ONE THING I **DID** KNOW: THE MAN WAS **WEIRD.***

...ANYBODY...GET THE LICENSE OF THAT *TRUCK...?*

*.EM* YLNO... NAM-REDIPS ,KCURT ON *SAW* EREHT

MORD SI EMAN YM

"*THERE **WAS** NO TRUCK, SPIDER-MAN... ONLY **ME.***"

"*MY NAME IS DROM.*"

HUH? COME *AGAIN?*

I BEG YOUR *FORGIVENESS,* SPIDER-MAN...

I FORGET MYSELF AT TIMES. I FORGET-- MY *AFFLICTION.*

AFFLICTION? IT SOUNDED LIKE YOU WERE PLAYING A RECORD *BACKWARDS,* FOR A MOMENT THERE--!

AN **EXCELLENT** ANALOGY, MY POWER-SOAKED PUPPET.

IN A WAY, MY ENTIRE **LIFE** HAS BEEN-- HOW DID YOU PUT IT?--A "RECORD PLAYED **BACKWARDS**"!

IT WILL **AMUSE** ME TO EXPLAIN...

...IT HAS TO DO WITH **TIME**, SPIDER-MAN. TIME--THE FORCE WHICH URGES US ALL **FORWARD**, WHICH BRINGS BOTH BIRTH--

--AND **DECAY**.

YOU MIGHT SAY-- I AM A **VICTIM** OF TIME, A **FREAK** OF TIME--

'--FOR I WAS BORN AN **OLD MAN**, AND I HAVE BEEN LIVING MY LIFE IN **REVERSE** SINCE THAT DAY.

'AH, BUT I SPEAK **POETICALLY**.

'I WAS NOT **BORN** OLD; YET--ONLY A FEW SHORT **MINUTES** AFTER MY BIRTH, MY INFANT FORM WAS SOMEHOW **EXCHANGED** THROUGH TIME WITH MY AGED BODY--'

--BY MEANS OF A SCIENCE I'VE NEVER **YET** UNDERSTOOD.

MAYBE SOME FUTURE SCIENTIST'S EXPERIMENT **BACKFIRED**, SENDING WAVES OF CHRONAL ENERGY THROUGH THE DECADES--

--TWISTING MY OWN PERSONAL **LIFE-LINE**--

--TURNING ME INTO A **MONSTER** INSTEAD OF A **MAN**. I DON'T KNOW--AND I DON'T **CARE**.

FOR FORTY-FIVE YEARS I'VE LIVE MY LIFE IN **SECLUSION**--EXISTING IN **REVERSE**, EVEN TO THE **WORDS** I UTTER--

'--DEPENDING ON **TRANSLATION MACHINES** TO MAKE MY LANGUAGE **UNDERSTANDABLE** TO NORMAL EARS--

'--DEPENDING ON **CONVERSION MACHINES** TO MAKE NORMAL FOOD **EDIBLE** TO MY REVERSED METABOLISM--

ADVANCE REGRESSION by D. SINTICRAT

'--DEPENDING ON **ENERGY**--PURE, HUMAN **ENERGY**--TO **SURVIVE**--!'

AND I **HAVE** SURVIVED, THRIVING ON THE ENERGY I CAN **STEAL** FROM MY 'FELLOW' HUMANS--USING IT TO **MAINTAIN** MY LIFE--

--EVEN AS I PLUNGE **BACKWARDS**--TOWARD MY **BIRTH.**

THAT'S WHY I INSTIGATED THE FIGHT BETWEEN YOU AND THAT **OTHER** SUPER-POWERED MONSTROSITY--

'--SO THAT I COULD **DRAIN** THE POWER FROM YOUR BATTLE, AND USE IT TO **FEED** MYSELF--PERHAPS EVEN TO **SLOW** MY BACKWARDS RACE!

'THAT IS **ALSO** THE REASON WHY I KIDNAPPED YOU WHEN YOU **STOPPED** FIGHTING--

'--TO TAKE YOU **HERE,** AND USE MY **METABOLIC DISRUPTER** TO BREAK DOWN YOUR CELLULAR STRUCTURE--

**REEEEEE**

'--AND BY **DOING** SO, **SIPHON OFF** YOUR PARANORMALLY-CHARGED **LIFE-ENERGY**--'

**SCROOM!!**

--LEAVING YOU A WITHERED **HUSK,** MORE DEAD THAN **ALI**--

WHAT IN THE NAME OF **SANITY**--?

"AND IF YOU THINK YOUR FRIENDLY-NEIGHBORHOOD-SPIDER-MAN WAS **RELIEVED** TO SEE IRON FIST CROUCHED BEHIND THAT CLOUD OF RAINING **DUST**--

"--YOU BETTER **BELIEVE** IT!"

WATCH IT, IRON FIST-- THAT GUN OF HIS IS MORE DANGEROUS THAN IT LOOKS!

I AM WELL AWARE OF THAT, SPIDER-MAN.

STILL--A WEAPON IS ONLY USEFUL--

--IF IT IS USED.

SWANG!

GREAT. YOU'RE A WALKING FORTUNE COOKIE.

HEY! DON'T LET HIM TOUCH YOU, GREENIE--

HE'S GOT THE ORIGINAL PAIR OF DISHPAN HANDS!

WAITAMINNIT! I SAID DON'T TOUCH HIM, IRON FIST!

WHAT ARE YOU DOING--COMING AFTER ME--?

THE OBVIOUS, MY FRIEND--

--I'M FREEING YOU.

CRUNCH

SURELY YOU AGREE-- IN A CASE LIKE THIS--

--FOUR HANDS ARE BETTER THAN TWO!

MISTER, IF I DIDN'T KNOW BETTER--

--I'D SWEAR YOU WERE TRYING TO BE FUNNY.

TOUCH ME! TOUCH ME! MY BODY WILL INSTANTLY ABSORB YOUR CHRONAL ENERGY--

--JUST AS IT ABSORBED THE ORGANIC ENERGY FROM YOUR WEBBING!

THAT'S WHAT I FIGURED, DROM.

WELL, WE'LL HAVE TO GET YOU WITHOUT TOUCHING YOU--

--AND I THINK I KNOW HOW!

NO! NOT MY MIRROR --NOT MY PRECIOUS MIRROR!

IT'S ALL I HAVE TO MAINTAIN AN IDENTITY--

--WITHOUT IT, I'LL FADE--I'LL BE SWEPT AWAY IN THE CHRONAL CURRENT!

PUT IT DOWN! I COMMAND YOU, PUT IT DOWN!

YOU HEARD THE MAN, IRON FIST--

KRASSH!

--PUT IT DOWN.

"HONEST, IF I'D KNOWN WHAT WAS GOING TO HAPPEN THEN--I NEVER WOULD HAVE DONE WHAT WE DID.

"STUNNED, DROM SEEMED TO LOSE GRIP ON REALITY.

"HIS BODY--QUIVERED--LIKE A BAD PICTURE ON A TV TUBE--

"--AND AS IRON FIST AND I WATCHED, HE REGRESSED THROUGH HIS YOUNG MANHOOD, THROUGH HIS CHILDHOOD--TO INFANCY.

"IT WAS LIKE THE REVERSE OF THE WICKED WITCH BEING SPLASHED WITH WATER--

"BUT IN THE END--THE EFFECT WAS THE SAME:

"THERE WAS NOTHING LEFT... BUT A PILE OF LOOSE RAGS.

"WE LEFT THE BUILDING IN A DAZE. IRON FIST FINALLY BROKE THE SILENCE...

FROM WHAT YOU'VE TOLD ME, HE MUST HAVE HAD A VERY TENUOUS GRIP ON TIME.

STORM

WITHOUT ENERGY-- WITHOUT AN IMAGE OF HIMSELF-- HE LOST THAT GRIP.

IN A WAY--HE NEVER REALLY EXISTED, DID HE?

A MAN PROVES HIS EXISTANCE BY GROWING, BY PROGRESSING THROUGH LIFE.

DROM DID THE OPPOSITE-- AND NOW HE'S ONLY A MEMORY.

SWELL. I'M JUST GLAD I'M NOT "ONLY A MEMORY"!

THANKS FOR REMEMBERING ME, AND TRACKING US HERE.

DROM'S CREATURE DID NOT TRULY STUN ME, SPIDER-MAN.

HIDING--AND FOLLOWING --WAS CHILD'S PLAY.

TILL WE MEET AGAIN, THINK ON THIS, MY FRIEND: IF A MAN CEASES TO EXIST--

--HOW LONG WILL HIS MEMORY SURVIVE HIM?

"WITH THAT, IRON FIST WALKED AWAY... AND LEFT ME THINKING..."

...WHICH IS WHY, WHEN I RETURNED HOME, I DECIDED TO MAKE THIS RECORDING.

ALREADY, BITS AND PIECES OF INFORMATION ARE FADING-- DROM IS BECOMING LESS AND LESS REAL.

I WONDER IF WHAT IRON FIST SAID--

IRON FIST?

NOW WHY WAS I THINKING ABOUT HIM?

THE MICROPHONE SLIPS FROM DISINTERESTED FINGERS, AND PETER PARKER SITS IN A GROWING SILENCE--CONFUSED.

AT LAST, THE MEMORY IS GONE-- AS GONE AND FORGOTTEN, AS THE MAN WHO INSPIRED IT--DROM.

THE HUMAN TORCH AND THE SON OF SATAN TEAM-UP IN A BLOCKBUSTER CALLED:

NEXT ISSUE: ALL THE FIRES OF HELL...!

BE THERE, FRANTIC ONE!

GIANT-SIZE SPIDER-MAN

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# GIANT-SIZE SPIDER-MAN AND THE PUNISHER

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AT LAST! THE WONDEROUS WEB-SLINGER AND GANGLAND'S EXECUTIONER JOIN FORCES TO SAVE THE WORLD!

NEW! IF THIS BE DEATH'S DAY!

STAN LEE PRESENTS: SPIDEY AND PUNISHER--TOGETHER! ™

# TO SOW THE SEEDS OF DEATH'S DAY!

PART 1

EEEE!

I KNOW IT'S A BIT *MUCH* TO EXPECT--

BUT JUST *ONCE* I'D LIKE TO GO THROUGH A NIGHT'S WEB-SLINGING IN *PEACE!*

GERRY CONWAY
AUTHOR
ROSS ANDRU
ARTIST
MIKE ESPOSITO
INKER

JOE ROSEN, *LETTERER*
STAN G., *COLORIST*
LEN WEIN, EDITOR

IT'S GETTING SO A GUY CAN'T EVEN PUT ON HIS *COSTUME*, BEFORE SOMEONE STARTS SCREAMING FOR *HELP*--

EEEEE

I *HEARD* YOU, ALREADY!

GIVE A HERO A *CHANCE*, WILL YOU?

EEEEEE

NOW *HOLD IT* ONE SECOND.

*SOME* THINGS JUST AREN'T VERY *FUNNY*--

--AND *ONE* OF THOSE THINGS--IS *KIDNAPPING!*

H-HEY, BOSS-- AIN'T THAT--

WHAMO!

HOLEE CRUD--IT'S *SPIDER-MAN!*

WHADDA I DO, BOSS?

WHADDA I DO?

DON'T PANIC! HE'S ONLY ONE GUY--AND THERE ARE THREE OF US AGAINST HIM!

WE'VE GOTTA ORGANIZE, THAT'S ALL, AND--URRRRKK!

POW!

H-HEY, LISSEN--I'M HERE FOR THE MONEY, YA KNOW?

I MEAN, THINGS IS TIGHT, SEE.

I WANTED A LITTLE BREAD, THAT'S--

H-HEY, ARE YOU LISSENIN' TO-- MRRRPHHHHFF!

BAP!

YA GOT TWO OF US DOWN, HERO-MAN--BUT THAT DON'T MEAN NUTHIN'!

THOSE GUYS ARE A PAIR'A LOSERS--!

ME, I MADE THE ALL-CITY WRESTLING TEAM BACK IN HIGH SCHOOL, AND I DON'T--

WOKK!

KLIK

PEOWW!

HUH?

A RIFLE SHOT--?

WOW.

SO THERE WERE FOUR OF THESE CLOWNS--

AND ONE OF THEM WAS SNEAKING UP ON ME WITH A GUN.

LOOKS LIKE I'VE GOT MYSELF A GUARDIAN ANGEL... A REGULAR MATT DILLON.

JUDGING BY THE APPARENT TRAJECTORY OF THAT SHOT--

--IT CAME FROM THAT BUILDING ACROSS THE STREET.

"...BUT THERE'S NO ONE THERE NOW."

SIGHING WITH REGRET FOR A LIFE LOST, SPIDER-MAN RETURNS HIS GAZE TO THE SHADOWS OF THE ALLEY--

--IN TIME TO SEE THE GIRL HE'S RESCUED LUNGE GRATEFULLY TOWARD HIM--

--AND COLLAPSE IN HIS ARMS-- OUT COLD IN A DEAD FAINT!

LADY, I DON'T BLAME YOU.

GETTING THAT CLOSE TO A BULLET--

--I FEEL A LITTLE WEAK MYSELF!

WELL, HOW DO YOU LIKE *THAT.*

THE FUN'S ALL OVER--AND LOOK WHO SHOWS UP TO COLLECT THE *KUDOS.*

*STOP IT,* WEB-SLINGER, YOU'RE BEING *BITTER--*

BREEEE

--AND BITTERNESS ISN'T ONE OF YOUR MORE *ENDEARING* TRAITS.

COPS HAVE A JOB TO DO, JUST LIKE *YOU.*

BACK OFF AND LET THEM *DO IT--* COMPREHENDÊ?

BREEE-EPP

*ONE BY ONE, THE CARS **ARRIVE:***

*FIRST THE **AMBULANCE**, SUMMONED BY SOME ANONYMOUS SAMARITAN--*

*--THEN THE **CHERRY-TOPS**, WAILING THEIR **ANNOYANCE** AT BEING ROUSED--*

*--CLUSTERING AROUND OUR HASSLED HERO LIKE SO MANY **FLIES** AT A PICNIC--!*

STAND WHERE YOU *ARE,* SPIDER-MAN.

YOU'VE GOT SOME *QUESTIONS* TO ANSWER--!

YEAH? SUPPOSE I DON'T *FEEL* LIKE ANSWERING THEM, FRIEND?

WHAT?

WELL--UH--YOU'VE *GOT* TO ANSWER THEM--!

I MEAN, UH, THE *LAW--* THAT IS--

NUTS TO *YOU,* PAL.

YOU CAN PLAY MICKEY MOUSE ON *YOUR* TIME--

*--NOT MINE!*

SAY, YOU CAN'T--

*AS THE CLICHÉ GOES, OFFICER--HE ALREADY **HAS!***

APPROXIMATELY THIRTY-SECONDS LATER, ON A DESERTED STREET AROUND THE **CORNER** FROM THE MUGGING-SITE...

WAR JOURNAL ENTRY NUMBER 342:

FOLLOWING UP ON THE INFORMATION I RECEIVED LAST NIGHT, I ENCOUNTERED THE **ENEMY** TODAY ON ELY AVENUE IN **LONG ISLAND CITY.**

**SPIDER-MAN** WAS ALSO PRESENT--

--BUT REMAINS UNAWARE THAT HIS LIFE WAS SAVED THROUGH **MY** INTERCESSION--THE INTERCESSION OF **THE PUNISHER.**

**JOURNAL ENTRY 342 CONTINUES:**

BECAUSE OF POLICE INTERFERENCE, I WAS UNABLE TO **QUESTION** THOSE MEN WHO PARTICIPATED IN TONIGHT'S **ACTION.**

I AM RETURNING TO MY **BASE LOCATION** IN MANHATTAN'S UPPER **EAST SIDE--**

--WHERE I WILL **REVIEW** THE INFORMATION I ALREADY **POSSESS**, IN AN EFFORT TO PREDICT THE ENEMY'S PLAN OF **OPERATION.**

ACE TV REPAIR

**JOURNAL ENTRY NUMBER 343:** ACCORDING TO THE SECURITY DEVICES I INSTALLED WHEN I TOOK OVER THIS ABANDONED **POWER INSTALLATION**--THE BASE LOCATION IS **SECURE.**

UNTIL FURTHER NOTICE, HEREAFTER ALL JOURNAL ENTRIES WILL BE FILED **DIRECTLY.**

ACE TV REPAIR

ACE TV REPAIR

WHAT IN THE--

UH-UH, PALSY--WATCH YOUR *LANGUAGE*. YOU'LL MAKE MY *EARS* BURN.

SAY--I DIDN'T *SURPRISE* YOU OR ANYTHING, DID I? IF I DID--WELL, I GUESS THAT WOULD MAKE US *EVEN*.

CONSIDERING HOW YOU ALMOST HAD ME JUMPING OUT OF MY *SKIN* WITH THAT *SNIPING* BIT OF YOURS.

I WON'T ASK HOW YOU SLIPPED INSIDE MY *COMBAT VAN*, SPIDER-MAN.

IN A WAY--I SUPPOSE I'M GLAD TO *SEE* YOU.

NOW *THAT'S* A SWITCH. THE LAST TIME WE MET, YOU CALLED ME A COMMON *CROOK*--REMEMBER?*

I'M STILL NOT COMPLETELY SURE YOU *AREN'T*.

ANYWAY, THAT'S *BESIDE* THE POINT.

*SPIDEY #135. --LEN.

OH? AND WHAT *IS* THE POINT, PUNISHER?

UNLESS MY GUESS IS COMPLETELY *WILD*--YOU WERE ON THAT ROOFTOP FOR A *PURPOSE*.

--WHICH PROBABLY HAS *SOMETHING* TO DO WITH THIS FANCY *JUNIOR PENTAGON* YOU'VE GOT HIDDEN AWAY HERE--

--OR AM I JUST *BLOWING WIND*?

CE TV REPAIR

YOU'VE GUESSED *CORRECTLY*, SPIDER-MAN. I RECEIVED A TIP THAT KIDNAP TEAM WOULD BE OPERATING TONIGHT--AND I WAS PLANNING ON *FOLLOWING* THEM--

--UNTIL *YOU* BUTTED IN.

*WHY?* TO SET UP ANOTHER BATTLE IN YOUR CRAZY *WAR AGAINST CRIME*?

*PRECISELY.*

TELL ME, SPIDER-MAN: HAVE YOU EVER SEEN--

--*THIS*?

*WHEEEEOW!* THIS IS PRETTY HEAVY *STUFF*, PUNISHER.

*DANGER* BIOCHEMICAL PRODUCT... TOXIC GAS

EXPERIMENTAL GAS--THIS IS TOP-SECRET *GOVERNMENT PROPERTY*, RIGHT--?

IT'S A **COMMERCIAL PRODUCT**--FOR SALE TO **ANYONE** WHO CAN MEET THE DEALER'S **PRICE.**

**YOU'RE KIDDING!**

I WISH I **WERE.**

LOOK UP **THERE,** SPIDER-MAN.

WATCH.

THAT GIRL YOU HELPED TONIGHT WAS ONLY THE **LATEST** IN A LONG LINE OF KIDNAP VICTIMS.

HERE ARE SOME OF THE **OTHERS**--IN SILENT FILMS TAKEN ALMOST A **MONTH** AGO.

WHAT'S THAT--SOME SORT OF **JUNGLE?**

"SOUTH AMERICAN JUNGLE. I DON'T YET KNOW WHAT **COUNTRY**--

"AS YOU CAN SEE, THE SOLDIERS DON'T WEAR CLEARLY IDENTIFIABLE **UNIFORMS.**"

"HEY--

"THOSE PEOPLE ARE BEING **SHOT AT!** WHAT'S GOING **ON** HERE?"

"IT'S PART OF AN **EXPERIMENT,** SPIDER-MAN.

"**OUR** GOVERNMENT DOESN'T BELIEVE IN TESTING BIOLOGICAL WEAPONS ON **HUMAN-BEINGS...**

"...BUT **OTHER** GOVERNMENTS HAVE A SOMEWHAT LESS... MORAL...POINT OF VIEW."

"WAIT ONE SECOND--

"YOU MEAN--THAT HELICOPTER DROPPED **REAL GAS** ON THOSE PEOPLE--? BUT--?

--IT'S **KILLING** THEM!

DIDN'T YOU *SEE*? THERE WAS A *KID* THERE--A *WOMAN*--

SPAF

--AND BOTH OF THEM *DIED!*

GET YOUR *HAND* OFF ME, PUNISHER!

YOU'RE AS BAD AS *THEY* ARE-- YOU WOULD'VE LET THEM *KIDNAP* THAT GIRL--YOU WOULD'VE--

FAKK

YOU'RE...

...JUST...

...LIKE...

...THEM...

*WAR JOURNAL ENTRY NUMBER345:*

AS PER MY CONTINGENCY PLAN, I HAVE ENTERED THE AREA CURRENTLY UNDER THE CONTROL OF THE *ENEMY.*

MY INFORMATION IS SKETCHY, BUT I BELIEVE I WILL FIND THE *LEADER* OF THE ENEMY FORCES HERE--

--HERE AT THE OFFICES OF THE *DETERRENCE RESEARCH CORPORATION.*

ACE TV REPAIR

*FOOTNOTE:* SPIDER-MAN RECOVERED FROM THE *TRANQUILIZING DRUG* I WAS FORCED TO GIVE HIM--

--HAS AGREED TO *JOIN* ME IN THIS ASSAULT.

TO FACILITATE *FINDING* THE ENEMY, I HAVE PROVIDED SPIDER-MAN WITH A SPECIAL *HOMING DEVICE.*

PREVIOUS TO THIS EVENING, I PLANTED A *TRANSMITTER* ON THE *PRESIDENT* OF "*DTC*"--

--A MAN BY THE NAME OF *MOSES MAGNUM.*

*END* REPORT NUMBER 345.

ASSAULT ACTION *FOLLOWS.*

PART 2

# ATTACK OF THE WAR MACHINE!!

SMASH!

"WAR JOURNAL ENTRY NUMBER 346--
BATTLE REPORT: I CAME THROUGH THE GLASS DOORS HARD. THAT'S A GOOD WAY TO CATCH THE ENEMY OFF-GUARD. SOMETIMES IT WORKS; SOMETIMES IT DOESN'T. THIS TIME--

"--IT WORKED!

BRATABRATA

FHUMP!

BRATABRATA

FHUMP!

"THEY WERE DEAD BEFORE THEIR GUNS STOPPED **FIRING.**

"ORDINARILY, I DON'T LIKE **USING** SHOTGUNS... BUT SOMETIMES THEY'RE MORE PRACTICAL THAN **SUBTLER** WEAPONS.

"I'D SHOT THE **LOCK** OFF THE STAIRWELL, AND WAS ABOUT TO PROCEED--

"--WHEN I REMEMBERED THE BUILDING'S **ALARM SYSTEM.**

STUPID. I MUST BE GETTING **TIRED.**

NO, THAT'S NO EXCUSE. I'VE ONLY BEEN **AWAKE** THIRTY-SIX HOURS.

AND THIS IS NO TIME TO GO **SOFT.**

I'D BETTER **SHAPE UP** OR BEFORE THIS DAY IS OUT--

--I'LL BE A **DEAD MAN.**

"THE **GRENADE** WENT OFF.

"I **STARTED DOWN-STAIRS.**"

FROM THE RACKET DOWN BELOW, EVERYTHING MUST BE GOING ACCORDING TO *PLAN*.

I HOPE THESE OFFICES ARE *SOUND-PROOFED*, THOUGH--

--OTHERWISE, THE GUYS WE'RE TRYING TO *SURPRISE* ARE GOING TO BE WAITING FOR US WITH THEIR *GUNS* DRAWN!

SHEESH... WILL YOU LOOK AT THAT? *SNOW*.

AFTER ALL THE *NONSENSE* THAT'S BEEN HAPPENING LATELY--

--WHAT WITH A FAKE *MYSTERIO* MAKING MY LIFE MISERABLE--

--AND THE *SPIDER-MOBILE* ON THE BOTTOM OF THE *HUDSON RIVER*--*

*WHICH WE ALL SAW HAPPEN IN **SPIDER-MAN** #'S 141&142--LEN.

--IT'S NICE TO KNOW THAT *NATURE* STILL HAS THE DECENCY TO BRING US A *WHITE CHRISTMAS* ONCE IN A WHILE.

*WHOOPS!* THERE GOES THE PUNISHER'S *HOMING GIZMO*--

--*AND* MY EVER-TRUSTY *SPIDER-SENSE*.

AS THEY USED TO SAY IN THE MOVIES:

"DIS MUST BE DE *PLACE*."

*TERRIFIC*. NOT ONLY DOES THE PUNISHER'S HOMING DEVICE WORK--

--HE'S *ALSO* GOT A FIRST-RATE GLASS-CUTTER!

NOW I'LL JUST SLIP OUT INTO THE *HALLWAY*, SPIDEY-STYLE, AND SEE WHAT'S HAPPENING WITH THE *ORC*.

UH-OH. I MUST HAVE SET OFF AN *ALARM*.

ONLY ONE THING TO *DO* WHILE THEY STILL DON'T *SEE* ME!

URRKKK!

MRRPPHHH!

KLONG!

HIYA, HANDSOME. ALLOW ME TO *INTRODUCE* MYSELF:

FAK!

I'M *SPIDER-MAN*.

BUNT!

SPOW!

SOME DAYS, I CAN'T *BELIEVE* MYSELF.

*AHA*. THAT'S THE PLACE I'VE BEEN *LOOKING* FOR!

2023

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DETERRENCE RESEARCH CORPORATION

AND SINCE I'M A *PAST MASTER* AT MAKING AN ENTRANCE--

--I MIGHT AS WELL *MAKE* THAT ENTRANCE--

*NOW!*

*KRAASH!*

WHO ON EARTH--?

LIKE I TOLD YOUR *FRIENDS*, CURLY-TOP... THE NAME'S *SPIDER-MAN*.

YOU MEAN YOUR NAME *WAS* "SPIDER-MAN"!

WHUPS.

*GUARDS--*

*KILL HIM!*

***WAR JOURNAL ENTRY NUMBER 346--BATTLE REPORT CONTINUED:*** *APART FROM A FEW ENTHUSIASTIC MERCENARIES, THERE WERE NO SERIOUS OBSTACLES TO MY REACHING THE BUILDING'S PRIVATE **POWER PLANT**...*

*"HOWEVER--*

"--THERE **WAS** A SERIOUS OBSTACLE IN THE PLANT **ITSELF.**

"BEFORE I COULD REACT TO THE SOUND BEHIND ME, A PAIR OF MASSIVE ARMS **GRABBED** ME IN A BEAR-HUG...

UNNNNHH!

"MY HANDS WENT NUMB; I DROPPED THE MACHINE-RIFLE I'D BEEN USING--FELT THE BONES OF MY **RIBCAGE** GRINDING TOGETHER--

"--AND **KNEW** I HAD TO DO SOMETHING--

"--QUICKLY.

"HE'D MADE A MISTAKE IN GRABBING ME FROM **BEHIND.** IT ALLOWED ME **LEVERAGE.**

"HE COULDN'T HAVE WEIGHED **MORE** THAN THREE HUNDRED POUNDS--

WHAMMM!

"--BUT BY THE TIME WE PLOWED INTO THE WALL WITH ALL THAT **MOMENTUM**--

"--HE MUST HAVE **HIT** IT LIKE THE PROVERBIAL TON OF **BRICKS.**

THUMP THUMP

"I WASN'T HAVING **TOO** MUCH TROUBLE.

"BUT I **DID** WONDER ABOUT SPIDER-MAN..."

THUD!

SO DO WE, FRIEND: SO DO **WE**...

THAT'S IT, MEN-- KNOCK HIM ***SENSELESS***.

YOU'LL EACH RECEIVE A ***BONUS*** FOR THIS.

NO--DON'T ***KILL HIM***, AFTER ALL--

WHOOM!

--I'VE A FEELING HE'LL BE MORE USEFUL ***ALIVE***.

EH?

SOMEONE'S CUT THE ***POWER***.

GENTLEMEN, WE'LL HAVE TO ***DELAY*** OUR BUSINESS MEETING, I'M AFRAID...

NATURALLY, I'LL PROVIDE ALL OF YOU WITH ***TRANSPORTATION*** TO YOUR VARIOUS COUNTRIES.

MY HOVER-COPTER SHOULD PROVE QUITE ***COMFORTABLE***.

AS BEFITS A MAN OF MY INTERNATIONAL ***STATUS***, I ASSURE YOU--

--***MOSES MAGNUM*** TRAVELS IN ***STYLE***.

"***WAR JOURNAL ENTRY NUMBER 347:***

"EVERYTHING IS PROCEEDING ACCORDING TO ***PLAN...***"

PART 3

# "DEATH-CAMP AT THE EDGE OF THE WORLD!"

END OF THE *RIDE*, HAS-BEEN.

THIS IS WHERE *YOU* GET *OUT*.

PA, *LOOK!* IT'S THAT *SPIDER-MAN* FELLA FROM N'YARK!

WHUT'S *HE* DOIN' HERE?

DON'T KNOW, SON. LET'S *ASK* HIM.

OH, MY ACHING *NECK.*

ANYBODY GET THE LICENSE OF THAT *TRUCK*?

*WHUT* TRUCK, MISTER?

JUST A *JOKE*, FRIEND.

A *BAD* ONE.

Y'ALL BETTER BE *CAREFUL*, MISTER--

'CAUSE THAT OL' *MR. MAGNUM* MAN, HE'S RIGHT *DANGEROUS.*

IF I DIDN'T KNOW BETTER, I'D SWEAR THAT WAS A *PUN.*

AN' HE DON'T HAVE MUCH TRUCK WITH *JOKIN'.*

WHERE *ARE* WE, ANYWAY?

DON'T RIGHTLY *KNOW...*

PA, *HE* FIGGERS WE'RE IN THE *JUNGLE* SOMEWHERE.

DON'T KNOW HOW THEY CAUGHT *Y'ALL*, BUT PA AN' ME--

--WE WERE OUT HUNTIN' *POSSUM* WHEN THESE FELLAS *JUMPED* US.

WHEN WE *COME TO*-- WE WAS *HERE.*

*A SHORT WHILE LATER, AFTER OUR HAPLESS HERO HAS BEEN **INTRODUCED** TO THE OTHER MEN AND WOMEN SHARING HIS BARRACKS...*

YOU MIGHT SAY THE SAME THING HAPPENED TO *ME*, JIM-BOY.

OF COURSE, IN MY CASE, I WASN'T HUNTING *POSSUM*--

--ACTUALLY, THEY WERE MORE LIKE *SNAKES.*

*HEY!*

MR. MAGNUM WANTS TA *SEE* YA, PUNK.

SO HAVE HIM SEND ME AN *ENGRAVED INVITATION*--

--UNLESS YOU'D RATHER I JUST ENGRAVED IT ON YOUR *FACE!*

PUT HIM *DOWN*, SPIDER-MAN.

OTHERWISE THIS KID'LL HAVE TO DO HIS EATING WITH HIS *EAR.*

TELL ME: DOES YOUR *MOTHER* KNOW WHAT YOU DO FOR A LIVING?

*SOON...* AH, SPIDER-MAN. I HOPE YOU'VE FOUND MY HOSPITALITY *CONGENIAL*?

IT'S BEEN *SWELL.*

THEN YOU'LL JOIN ME IN A GLASS OF *CHAMPAGNE*?

OOPS.

I *DROPPED* IT.

*SIR, YOU TRY MY PATIENCE!*

I AM NOT SOME COMMON *CRIMINAL* YOU CAN *TRIFLE* WITH--

--I AM *MOSES MAGNUM*, THE WORLD'S FOREMOST INDEPENDENT *WEAPONS MANUFACTURER.*

AS FOR *YOU*--

--WE WILL LEARN WHO *YOU* ARE-- *NOW!*

TAKE A LONG *LOOK*, MAGNUM. I HOPE IT DOES YOU SOME *GOOD.* *

*YEAH, *WE* KNOW HE DOESN'T LOOK LIKE *PETER PARKER* --WHICH RAISES THE QUESTION: WHO *IS* THIS GUY?--LW/GC/RA.

I'LL DO MORE THAN TAKE A **LOOK**, MY WALL-CRAWLING FOE. SOMEDAY, AT MY **LEISURE**, I'LL COMPARE THIS PHOTO WITH THE **EMPLOYEE** RECORDS OF EVERY MAJOR COMPANY IN **MANHATTAN**.

IF THAT FAILS, I'LL TURN TO **OTHER** FILES AT MY DISPOSAL-- AND EVENTUALLY I'LL LEARN WHO SPIDER-MAN **WAS**.

AS A MATTER OF **CURIOSITY**.

"WAS"?

MY DEAR YOUNG MAN, THE MOMENT YOU FIRST **INVOLVED** YOURSELF WITH MOSES MAGNUM--YOU WERE **DEAD**.

ALL THAT REMAINS IS THE **BURIAL!**

BROTHER, DO **YOU** HAVE DELUSIONS OF GRANDEUR!

ON THE CONTRARY, FOOL--

I HAVE NO DELUSIONS!

I HAVE **POWER**-- AND THAT IS ALL I SHALL EVER **NEED!**

MAGNUM-- SURE CARRIES A LOT OF **WEIGHT**.

HOPE I CAN MAKE IT-- **INSIDE**.

I DON'T KNOW WHICH HURTS **MORE**--MY STOMACH, FROM THAT **BEATING**--

--OR MY **FACE**, FROM THESE PLASTIC **MOLDINGS** THE PUNISHER GAVE ME.

AT LEAST THEY DID THE **JOB**.

MAGNUM THINKS HE SAW THE **REAL ME**--

--AND HE COULDN'T BE MUCH FURTHER **OFF**!

DUSK CREEPS OVER THE COMPOUND SLOWLY, BRINGING A MINOR RELIEF FROM THE SWELTERING **HEAT**...

...**ALSO** BRINGING DARKNESS--AND IN THE SAFETY OF THE **SHADOWS**--

--THERE IS FRENZIED **ACTIVITY.**

HUH?

**PUNISHER!** I WAS BEGINNING TO THINK YOU WEREN'T GOING TO **SHOW UP.**

AND SO YOU WOULD HAVE PROCEEDED ON YOUR **OWN**--?

TO PUT IT MILDLY--THE SITUATION IS **DESPERATE.**

I REALIZE THAT, AFTER YOU--LEFT--I DID SOME **RESEARCH** ON MR. MAGNUM.

HE WAS BORN IN **ETHIOPIA**, FIFTEEN YEARS BEFORE MUSSOLINI'S **INVASION.**

AT THE TIME, HE BECAME **FASCINATED** WITH WEAPONS--

--AND **JOINED** MUSSOLINI, AGAINST HIS OWN **PEOPLE.**

SWEET GUY.

AND **DANGEROUS.** WHICH IS WHY I BROUGHT **THESE.**

**GAS** BOMBS?

"**AND** GAS MASKS. PUT YOURS ON, WALL-CRAWLER. IT'S TIME WE **STRUCK.**"

"**WAR JOURNAL ENTRY NUMBER 349--BATTLE REPORT:**

"AS PLANNED, I FOLLOWED SPIDER-MAN TO MAGNUM'S SOUTH AMERICAN **DEATH CAMP** VIA THE **TRACING DEVICE** WE'D SEWN INTO THE WALL-CRAWLER'S **COSTUME**--

12

"OPERATION **DECOY** WAS AT AN END.

BOK!

"NOW IT WAS TIME FOR **PROJECT CLEAN-UP!**

WAGNR!

"A GUARD **SPOTTED** ME IMMEDIATELY.

"**SILENCE** WAS IMPERATIVE-- I COULDN'T **SHOOT**--

"--SO I DID THE ONLY THING **POSSIBLE.**

"UNFORTUNATELY-- I WAS **TOO LATE.**

BRAT-TA-TA

BRAT!

TERRIFIC!

THEY MUST HAVE HEARD THAT MACHINE GUN IN *SEATTLE!* WHAT *NOW*?

SPOW

SPOW

NOW--WE FIGHT, SPIDER-MAN!

BADABADABADA

FWIT

WE FIGHT!

BROW PROW

BADA-TADA

I'M WITH YOU *THERE*, PUNISHER. ONLY THING *IS*--

--THERE'S OVER *TWO HUNDRED* OF THEM--

BRAKABRA

--AND JUST *TWO* OF *US!*

FWIT

"I DIDN'T BOTHER *REPLYING.*

"FOR ALL HIS *PESSIMISM*, SPIDER-MAN HAD *HIS* SHARE OF THE BATTLE WELL IN *HAND!*

ALWAYS LOOK WHERE YOU'RE *GOING* WHEN YOU'RE *DRIVING*, FELLAS.

"AS FOR *ME*--

"THIS WAS WHAT I'D TRAINED FOR ALL MY *LIFE.*

"*NOTHING* COULD STOP ME NOW."

FHWUNT!

FHWUNT!

THOSE GAS BOMBS SURE COME IN HANDY, FRIEND.

YOU CLEAR A PATH OUT OF HERE--

--AND I'LL PAY A VISIT TO OUR FRIEND, MOSES MAGNUM!

MAGNUM'S GOT HIMSELF A PRIVATE FORTRESS.

TOO BAD HE'S NOT FIGHTING A REGULAR ARMY--

--WITH THEM, HE MIGHT HAVE HAD A CHANCE!

AND THEN--

YOU!

FFPP

IT TAKES SPIDER-MAN ONLY A MINUTE TO LOCATE MAGNUM'S SANCTUM SANCTORUM--

DANGER DANGER DANGER

WHY *IS* IT BAD-GUYS ARE ALWAYS SO HAPPY TO *SEE* ME?

MY CHARM? MY *CHARISMA*? MY--*URRRK!*

YOU DIDN'T *EXPECT* ME TO JERK YOUR *WEBBING*, DID YOU?

*WAM!*

NOR DID YOU *EXPECT* ME TO BE SO *STRONG!*

KNOW *THIS*, COSTUMED FOOL--

*POW!*

MOSES MAGNUM DID NOT *GET* TO WHERE HE IS TODAY BY BEING A *WEAKLING!*

AND IF HE CANNOT *KEEP* WHAT HE HAS GAINED--

--THEN HE IS STRONG ENOUGH TO DESTROY HIS ENEMIES IN *REVENGE*--

--*INCLUDING YOU!*

*YEEEEEOW!*

*THAM!*

HE ALMOST-- SNAPPED MY *SPINE!* ANOTHER BLOW LIKE THAT, AND I'M *FINISHED!*

SO THERE ISN'T GOING TO BE--

--ANOTHER BLOW LIKE THAT!

FONG!

MY HEAD--SO MUCH PAIN IN MY HEAD!

I'LL KILL YOU, SPIDER-MAN--EVEN IF I HAVE TO KILL MYSELF!

THIS DISSOLVING GAS HAS PROVEN MOST EFFECTIVE IN THE PAST!

IT SHOULD BE EQUALLY EFFECTIVE--NOW!

PUT IT DOWN, MAGNUM.

HEY, WAIT, PUNISHER--THIS IS THAT GAS OF HIS--! DON'T--

FAKK

--SHOOT--!

HOOBOY.

MOVE!

DANGER DANGER DANGER

IF THAT GAS REACHES US BEFORE THIS DOOR SEALS--WE'RE DEAD!

WHEW.

THONG!

I WOULDN'T WANT TO BE MAGNUM NOW.

"WAR JOURNAL ENTRY NUMBER 349--CONCLUSION:

"MOSES MAGNUM IS **DEAD**--THAT'S A **CERTAINTY.**

"HE DIED AS HIS **VICTIMS** DIED, AND PERHAPS **HIS** DEATH WILL ALLOW THEM TO REST MORE **EASILY.**

"AT **ANY** RATE--

"MOSES MAGNUM IS **DEAD**--THAT'S A **CERTAINTY.**

"BY MORNING, SPIDER-MAN AND I HAD CONTACTED THE LOCAL AUTHORITIES, AS WELL AS THE **UNITED NATIONS**, AND PLACED THE MATTER OF RETURNING THE KIDNAP VICTIMS TO THEIR HOMES IN **THEIR** HANDS.

"WE **WATCHED** AS MAGNUM'S HOVER-COPTERS LIFTED INTO THE DAWN SKY... AND FOR A TIME, AT LEAST, I FELT AS THOUGH A TERRIBLE **WEIGHT** HAD BEEN LIFTED FROM MY SHOULDERS.

"END WAR JOURNAL ENTRY NUMBER 349."

I'LL BE RETURNING WITH **THEM**, PUNISHER.

WHAT ABOUT **YOU**?

I HAVE MY **OWN** TRANSPORTATION, SPIDER-MAN. THAT'S HOW I FOLLOWED YOU.

SAY--I'VE BEEN MEANING TO **ASK**:

DIDN'T YOU HEAR ME WARN YOU ABOUT MAGNUM'S **GAS CYLINDER?**

OF COURSE.

AND YOU SHOT IT **ANYWAY**, KNOWING WHAT WOULD **HAPPEN**?

THE PUNISHER SIMPLY **SMILES**-- AND SUDDENLY SPIDER-MAN **KNOWS**:

HE DOESN'T WANT AN **ANSWER** AFTER ALL.

**FINI!**

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# MARVEL TEAM-UP™

FEATURING

## THE HUMAN TORCH™ AND THE SON OF SATAN™

YOU ARE FINISHED, JOHNNY STORM!

EVEN THE MASTER OF FLAME CANNOT STAND AGAINST MY ENCHANTED SOUL-FIRE!

BUT IF HE BLASTS ME, WYATT WINGFOOT DIES!

IT'S THE BATTLE YOU'VE BEEN WAITING FOR!
A WAR OF FIRE AND BRIMSTONE!

Stan Lee PRESENTS: THE HUMAN TORCH and THE SON OF SATAN ...TOGETHER! TM

GERRY CONWAY * SAL BUSCEMA & VINCE COLLETTA * ARTIE SIMEK, LETTERER * LEN WEIN
AUTHOR ARTISTS JANICE COHEN, COLORIST EDITOR

# ALL THE FIRES IN HELL...!

THE BAXTER BUILDING, NEW YORK, NEW YORK: NEW YEAR'S EVE, 1974...

YA KNOW, TORCHIE-- I STILL CAN'T GET IT OUTTA MY *MIND.*

I'VE SEEN SOME ***STRANGE*** THINGS IN MY LIFE, BUT THAT STUFF OUT IN THE ***DESERT*** LAST WEEK*--

WELL, IT'S ENUFF TA MAKE A GUY WORRY ABOUT HIS *MIND.*

*AS TOLD IN **MARVEL TWO-IN-ONE #8**; IF YOU'RE REAL LUCKY, IT MIGHT **STILL** BE ON SALE! --LEN.

## CHAPTER ONE: the POSSESSED!

IF I WERE YOU, I **WOULD** WORRY, BEN.

THE STORY YOU TOLD US **PROVES** YOU'RE A BONA FIDE **FRUITCAKE.**

A LOT **YOU** KNOW ABOUT IT, MATCH-HEAD--YA WEREN'T EVEN **THERE.**

FIRST THAT CRAZY **STAR** APPEARIN' ON CHRISTMAS EVE--THEN THE **MIRACLE MAN** SHOWIN' UP WITH A WILD PLAN TA MAKE HIM-SELF **TOP BOZO** IN THE WORLD...

LIKE I TOLD **WYATT WINGFOOT** WHEN IT WUZ HAPPENIN', "IF I READ THIS IN A **COMIC BOOK**, I'D NEVER--"

**HEY! THAT REMINDS ME!**

IT'S BEEN **MONTHS** SINCE I TALKED TO MY OLD COLLEGE BUDDY.

THINGS HAVE BEEN SO HECTIC WITH **SUE** BACK--I'D FORGOTTEN I OWE WYATT A CALL.

BELIEVE ME, KID--HE'LL BE HAPPY TO **HEAR** FROM YA.

COMPARED TO THAT MIRACLE MAN CLOWN--YOU'N'ME ARE AS NORMAL AS THE **IDAHO P.T.A.!**

**WE'LL LEAVE THE SOMBER THING TO HIS MUSINGS; INTERESTING THOUGH THEY MAY BE, THEY'VE NOTHING TO DO WITH OUR STORY--**

**--AND AFTER ALL, THE LOGO ON THIS ISSUE IS PARTLY SHARED BY THE EVER-LOVIN' HUMAN TORCH--!**

AFTER THAT LAST ADVENTURE WITH WYATT*, WE LEFT HIM ONE OF OUR SPECIAL **COMMUNICATORS--**

--A GIZMO **REED** DESIGNED, TO OPERATE ON A FREQUENCY **RESERVED** FOR THE **FANTASTIC FOUR--!**

*JOHNNY'S REFERRING TO FF#135-36, BIBLIO-BUGS. --LEN.

WITH A SKILL ANY COLLEGE-LEVEL TECHNICIAN WOULD ENVY, A SKILL GAINED THROUGH **EXPERIENCE** RATHER THAN THEORY, THE YOUNGEST MEMBER OF THE FANTASTIC FOUR PLAYS THE KEYBOARD OF THE COMMUNICATIONS CONSOLE LIKE A SOPHISTICATED **STEINWAY**--

--AND SLOWLY, AN **IMAGE** FORMS IN THE TWO-WAY **VIEW-SCREEN**-- AN IMAGE APPARENTLY BEREFT OF **MEANING**--

YAAAAAAAHH

--AND SUDDENLY **SHATTERED** BY A SCREECH OF RISING **SOUND**--!

WYATT? **WYATT?**

WHAT ARE YOU--

YAHAHAHA

HAHAHA

SCRASCH!

"WYATT, WYATT, HE'S MY BOY, A PLUCKY LITTLE INDIAN, WATCH HIM SMASH THE NICE NEW TOY, **BANG** GOES THE TIN-TIN!"

**WYATT!**

FRANTICALLY, JOHNNY STORM TRIES TO **REGAIN** VISUAL CONTACT WITH THE DISTANT TRANSMITTER-- TRIES, AND **FAILS.**

**BUT**, EVEN AS HIS DESPERATION **GROWS**...

COME IN? PLEASE-- IS ANYONE **THERE**?

THIS IS **SILENT FOX**, CHIEFTAIN OF THE KEEWAZI--

**JOHNNY STORM** HERE, SIR.

WHAT **HAPPENED**? WYATT SEEMED TO-- TO GO **CRAZY**--!

SADLY, THIS IS **TRUE**, JOHN STORM. MY GRANDSON IS-- **POSSESSED!**

**RAPIDLY**, THE VOICE OF SILENT FOX **EXPLAINS** --AND THE EXPLANATION IS MORE **BIZARRE** THAN THE MYSTERY IT **UNRAVELS**...

WE'LL TALK MORE WHEN I **GET** THERE, SIR.

IF WHAT YOU'RE TELLING ME IS EVEN **POSSIBLE**-- WYATT NEEDS **HELP**--

--AND THE HUMAN TORCH IS GOING TO **GIVE** IT TO HIM!

**FLAME ON!**

**YOUTHFUL ENTHUSIASM ASIDE**, JOHNNY STORM IS WELL AWARE THAT FLYING ACROSS COUNTRY AS THE **TORCH** ISN'T QUITE **FEASIBLE**, DRAMATIC THOUGH IT MAY SOUND.

**AND** SO, WHEN HE SPEEDS ACROSS THE GRAIN-FIELDS OF THE CENTRAL **MIDWEST** AN HOUR LATER, IT IS NOT IN THE FLAMING FORM OF THE **HUMAN TORCH**--

--BUT IN THE FAR MORE **PRACTICAL** FANTASTI-CAR--!

WYATT'S IN TROUBLE, ALL RIGHT--MORE TROUBLE THAN I CAN HANDLE *ALONE.*

BEN'S STILL TOO *UPSET* OVER WHAT HAPPENED OUT HERE LAST WEEK--

--AND BOTH REED AND SUE WOULD LAUGH THE WHOLE THING OFF AS *UNSCIENTIFIC*--

--SO IT'D BE BETTER ALL AROUND IF I JUST BRING IN SOMEONE FROM *OUTSIDE.*

AND THAT SOMEONE, IF MY INFORMATION IS CORRECT, IS *HERE*--AT SAINT LOUIS' *GATE-WAY UNIVERSITY.*

I'LL LEAVE THE FANTASTI-CAR ON *AUTOMATIC HOVER*--

--AND DO WHAT I *HAVE* TO DO, *PRONTO!*

*FOUR MINUTES LATER, IN THE COZY, COMFORT-ABLE OFFICE OF A CERTAIN WELL-KNOWN PARA-PSYCHOLOGY RESEARCHER...*

--MAY BE ONLY MY OVERWORKED *IMAGINATION,* DAIMON; BUT DOES IT SEEM TO YOU THERE ARE MORE CASES OF OCCULT INCIDENTS TODAY--THAN A *YEAR* AGO?

*NOTHING* WOULD SURPRISE ME, KATHY.

AS A SCIENTIST AND AN ACADEMICIAN, YOU KNOW *YOURSELF* THAT HISTORY IS *REPETITIVE.*

DURING THE *MIDDLE AGES,* MANKIND--*EH?*

*DAIMON HELLSTROM*--I WANT TO *TALK* TO YOU--!

MY NAME'S STORM-- JOHNNY STORM. I'M ONE OF THE FANTASTIC FOUR.

YOU MAY NOT BELIEVE THIS--

BUT A FRIEND OF YOURS NEEDS HELP-- OCCULT HELP.

TAKE A SEAT, MR. STORM. TELL US ABOUT IT.

AND SO...

--SILENT FOX TOLD ME IT STARTED TWO DAYS AGO.

THEN WYATT STARTED HAVING FITS-- TALKING IN THE THIRD PERSON--

HE'D BE LUCID-- THEN GO MAD--

HE WAS IN A PERIOD OF LUCIDITY WHEN I CALLED--THEN, SUDDENLY, SILENT FOX TELLS ME--HE BLEW APART--!

ALL THE CLASSIC SIGNS OF POSSESSION.

I'LL HELP YOU, STORM. KATHY-- YOU STAY HERE.

WHY, DAIMON? WE'VE WORKED TOGETHER BEFORE.*

WHY DOES THIS TIME HAVE TO BE DIFFERENT?

*IN MARVEL SPOTLIGHT NOS. 14 THRU 20 --LEN.

BECAUSE THIS TIME-- COULD BE THE MOST DANGEROUS TIME OF ALL.

BEFORE KATHY REYNOLDS CAN EVEN OPEN HER MOUTH TO REPLY, DAIMON HELLSTROM AND JOHNNY STORM ARE GONE--

--AND NO SOONER HAVE THEY LEFT, THAN KATHY FEELS A CHILL OF PREMONITION--

--A PREMONITION STRANGELY UNDERSCORED BY A DISTANT FLASH OF LIGHTNING IN THE NIGHT--

--AND A FAR-OFF SNARL OF THUNDER!

# CHAPTER TWO: A UNION BORN IN HELL!

TWO MEN STEP FROM THE NEARLY-DESERTED ADMINISTRATION BUILDING; ONE MAN **STOPS**, AND WITH A NOD AT HIS COMPANION, LIFTS HIS HANDS IN AN ARCANE **GESTURE**...

ALMOST IMMEDIATELY, THE MAN'S HANDS BEGIN TO **GLOW** WITH INNER HEAT; THE TIPS TURN A SMOULDERING BRICK-RED, THE PALMS BEGIN TO **SMOKE**...

THEN, THE **FIRE** ERUPTS--

--AND LIKE A FEVER SWEEPING A HEALTHY BODY, THE FLAMES SEEM TO **CONSUME** THE RED-HAIRED MAN'S SPARSE FORM; **BILLOWING** UNTIL THE HUMAN KNOWN AS **DAIMON HELLSTROM** VANISHES IN A COLUMN OF **FIRE**--

--TO BE **REPLACED** A MOMENT LATER WITH **ANOTHER** FIGURE, **ANOTHER** FORM--

**DAIMON HELLSTROM, SON OF SATAN!**

WOW. I DON'T BELIEVE I *SAW* THAT.

FEW PEOPLE **HAVE**, JOHNNY.

FEWER **STILL** REMAIN SANE TO **TELL** ABOUT IT...

MUSCLES FLEXING WITHOUT SEEMING EFFORT, THE MAN KNOWN AS DAIMON HELLSTROM LEAPS **UPWARD**, GLEAMING TRIDENT HELD OVERHEAD--

--AND WITH THE HUMAN TORCH **BESIDE** HIM--

--QUICKLY ARRIVES AT THEIR **DESTINATION.**

LISTEN--MAYBE YOU'D BETTER **TELL** ME SOMETHING ABOUT YOURSELF, HELLSTROM.

THE NEWSPAPERS ONLY SAID YOU WERE AN **EXORCIST** OF SOME KIND--NOT--

NOT **WHAT**, MR. STORM?

SOMETHING IN DAIMON HELLSTROM'S TONE WARNS JOHNNY STORM TO PROCEED **NO FURTHER**; UNEASILY, THE YOUTH SIMPLY **NODS**...

UH...WELL...I GUESS THAT'S **YOUR** BUSINESS, ISN'T IT?

**DAIMON HELLSTROM DOESN'T ANSWER.**

IGNORING THE CHILL WHICH SEEMS TO HAVE COME **BETWEEN** HIM AND HIS PASSENGER, JOHNNY SETS THE FANTASTI-CAR INTO **MOTION** ONCE MORE--

--AND IMMEDIATELY, THE MOONLIT COUNTRYSIDE HURTLES BY **BENEATH** THEM...

**TWO HOURS LATER, THE PLAINS OF KANSAS FALL AWAY TO THE EAST OF THE ROCKETING FANTASTI-CAR; THE SPEEDING VESSEL TURNS NORTH--**

--AND SOON, IN THE STAR SPRINKLED SKY OVER A CERTAIN RESERVATION IN **OKLAHOMA**--

THEY'VE **COME!**

**NEVER** HAVE THEY FAILED US--

I ONLY PRAY THEY DO NOT FAIL US NOW.

WELCOME, JOHNNY STORM. THE KEEWAZI OFFER YOU THE HOSPITALITY OF OUR LAND AND OUR TRIBE.

NO NEED TO BE SO FORMAL, SILENT FOX.

I WANT YOU TO MEET DAIMON HELLSTROM-- HE'S HERE TO HELP.

THE FRIEND OF MY FRIEND IS ALSO WELCOME. WE--

YAAHAHAHAHA

HOLY CRUD! WHAT'S THAT--?

ACROSS THE DIRT ROAD, A WOODEN FRAME BUILDING SHAKES; A WHITE-WASHED WALL SUDDENLY BULGES, BOARDS SNAP AND FLY AWAY; AND WITH A RENDING CRASH--A HUMAN FIGURE HEAVES ITSELF THROUGH A RAIN OF SPLINTERING WOOD--

KRAAKRASH!

--LUNGING INTO THE STARTLED CROWD LIKE A MADDENED JUGGERNAUT--

YAHAHAHAHA

HAHA HAHA

--SMASHING A PATH OF VIOLENCE THROUGH THE SCREAMING MOB--

--STRAIGHT TOWARD THE STUNNED JOHNNY STORM!

WYATT! HEY, WHAT'RE YOU--

BHWHUMP!

UMMMPPHH!

THROWING HIS FORMER COLLEGE ROOMMATE TO THE **GROUND**, THE TRANSFORMED WYATT WINGFOOT CLAMPS A TIGHTENING **HOLD** ON JOHNNY'S NECK--

--STRANGLING HIM--

HAHAHAHAHAHA

--UNTIL JOHNNY FEELS CONSCIOUSNESS EBBING AWAY, AND REACTS ALMOST **INSTINCTIVELY**--

--BY FLAMING ON!

WYATT--YOU'RE--CHOKING ME--!

"WYATT WINGFOOT IS MY PAWN,
AND JOHNNY IS HIS VICTIM;
JOHNNY DIES BEFORE THE DAWN,
AND WYATT SOON WILL JOIN HIM--"

BY THE SEVEN CIRCLES, I **COMMAND** YOU--BEGONE, DEMON! **BEGONE!**

SWF

TWISTING AWAY FROM THE FULL FORCE OF DAIMON HELLSTROM'S BLOW, WYATT ROLLS TO A CROUCH--

--BARES HIS TEETH LIKE A WILD BEAST--

--AND GLARES AT DAIMON'S TRIDENT WITH A FIERCE, FERAL ANGER.

ARRRRRR

SHOULDER MUSCLES FLEX; THIGHS BULGE; SNARLING, HISSING, WYATT WINGFOOT LEAPS.

INSTANTLY, THE TRIDENT SWINGS UP.

FIRE BURSTS FROM THE TIP.

AND IN A MOMENT--

IIIEEEEEEEEEEE

--THE BATTLE IS OVER.

WHAT DID YOU DO TO HIM, HELLSTROM? I SAW SOMETHING THAT LOOKED LIKE FLAME--

BUT THERE WAS NO HEAT, NO FIRE--!

THERE WAS HEAT, JOHNNY STORM. THE HEAT OF THE SOULFIRE.

YOUR FRIEND IS CLEANSED-- BUT THE STRUGGLE IS NOT YET FINISHED.

I DON'T GET YOU. IF WYATT'S OKAY--WHAT'S THE PROBLEM?

YOUR FRIEND'S POSSESSION IS ONLY A ***SYMPTOM*** OF A GREATER DISEASE.

SOMETHING IS ***WRONG*** IN THIS PLACE, STORM.

I CAN ***SENSE*** THE EVIL HERE. THE AIR IS ***THICK*** WITH CORRUPTION.

AH, ***COME ON,*** HELLSTROM. THESE ARE MY ***FRIENDS.*** I'VE KNOWN THESE PEOPLE FOR ***YEARS.***

ARE YOU TRYING TO TELL ME ***THEY--***

"***THEY*** NO LONGER MATTER, MORTAL SOUL. TONIGHT YOU PLAYED THE FOOL--

"AND SO YOU PAY THE TOLL: ***DEATH*** IN THE DARK OF THE ***DEVIL-POOL.***"

***NOW*** DO YOU UNDERSTAND, STORM?

ARE YOU ***KIDDING?***

***YOU'RE*** THE HOTSHOT EXORCIST, HELLSTROM --NOT ***ME!***

THEN ***STAND BACK,*** MY FRIEND--

DAIMON HELLSTROM WILL FACE THE MENACE-- ***ALONE!***

***THE*** SON OF SATAN TAKES UP HIS ***STANCE***--AND THE CROWD OF INDIANS PLOWS FORWARD, AN INEXORABLE ***TIDE*** OF HUMAN ***FLESH***--!

# CHAPTER THREE: THE FLAME AND THE FIRE!

AS ONE, THEY **ATTACK.** ARMS AND LEGS FLAIL AND KICK; FISTS BUNCH AND SMASH; HEADS THRUST, **STRIKING** MORTAL FLESH WITH STUNNING FORCE; YET ODDLY, DAIMON HELLSTROM DOES NOT **HIT BACK.**

ALMOST LIKE A MAN **ENTRANCED,** HE ALLOWS HIMSELF TO BE **PUMMELED** BY THE STRANGELY **SILENT** MOB--

--AND IT IS **THIS** WHICH SHOCKS THE TORCH OUT OF HIS STUPOR, WAKING HIM TO THE DANGER, CAUSING HIM, AT LAST, TO--

**FLAME ON!**

DAIMON'S BEING **SLAUGHTERED**-- AND I ALMOST LET IT **HAPPEN!**

IT WAS AS THOUGH SOMEONE HAD **HYP-NOTIZED** ME--WIPED OUT MY WILL TO **ACT!**

BUT I CAN'T THINK ABOUT THAT **NOW.** HELLSTROM CAN'T FIGHT THAT MOB BY **HIMSELF!**

**HEADS UP, HELLSTROM!**

HERE COME THE **MARINES!**

SWOOPING HIGH INTO THE NIGHT THE HUMAN TORCH ACTS **SWIFTLY** --FORMING POSTS OF SMOKING **FIRE**, WHICH ARE TOSSED INTO THE MIDST OF THE HEAVING CROWD--

--FORMING A FLAMING **FENCE** THAT SEPARATES THE BULK OF THE CROWD FROM ITS INTENDED **VICTIM**.

**DAIMON HELLSTROM ISN'T AWARE** OF THIS ACTIVITY CONCERNED AS HE IS WITH HIS **OWN** STRUGGLE--

--AND PERHAPS BECAUSE HE IS **NOT**, HE ALLOWS HIS **ANGER** TO RISE UP WITHIN HIM--

--AN ANGER WHICH IS **MORE** THAN THE FURY MOST MEN KNOW--

--A RAGE WHICH IS POSITIVELY--**SATANIC**

**FOOLS!** DO YOU KNOW WHO IT IS YOU **TOUCH**?

HAVE YOU ANY **CONCEPT** OF THE POWERS YOU **PLAY WITH**?

**BY THE HADEAN CHIMES, GET OFF!**

FOR WHAT YOU HAVE DONE, YOUR PITIABLE LIVES ARE **FORFEIT**--

**FORFEIT, AND MINE TO CLAIM!**

NO!

FOOSH!

WHAT'S **WRONG** WITH YOU, HELLSTROM? YOU WOULD HAVE **KILLED** THAT MAN!

HE **DESERVED** TO DIE, WELP! ALL MEN WHO OPPOSE ME DESERVE TO **DIE**--

--EVEN **YOU!**

THROMM!

**BODY MEETS BODY, AND ONE IS STRONGER.**

CAUGHT OFF-BALANCE, JOHNNY STORM IS HURLED **BACKWARD**, THE RUSH OF AIR PAST HIS FLYING FORM **DAMPING** HIS FLAME--

--A DAMPING THAT IS MADE **COMPLETE** BY THE SHOCKING **IMPACT** OF YOUTH AGAINST WOODEN **WALL!**

**ONE** FIRE IS OUT.

ANOTHER STILL RAGES...

**HE** IS HALF-HUMAN, HALF-**DEVIL**; AND IT IS HIS CURSE THAT AT TIMES HIS **EVIL** SIDE BECOMES TRANSCENDENT.

IT IS JOHNNY STORM'S **ILL-LUCK** THAT SUCH A TIME IS **NOW**--

--FOR IT WILL PROBABLY MEAN--**HIS DEATH!**

WOW. WHATEVER HE IS...HELLSTROM'S NO *LIGHTWEIGHT...!*

THE WAY HE *THREW* ME... HE COULD GIVE *BEN* A FEW LESSONS IN...

*HUH?*

*THUNK*

*HEY!*

I'VE ABOUT *HAD* IT WITH YOU, HELLSTROM. YOU MAY BE A TOP *EXORCIST* OR SOMETHING--

*BUT, MISTER, YOU'RE ALSO NUTS!*

*FOOL!* DO YOU *IMAGINE* YOUR PUNY FLAME CAN HARM *ME?*

MY FORM HAS KNOWN A FIRE A *THOUSAND* TIMES MORE DEVASTATING THAN YOURS.

I WAS *BORN* TO THRIVE IN THE BURNING PITS OF--

I DON'T CARE *WHERE* YOU WERE BORN, BUSTER!

IF MY *FLAME* WON'T WORK ON YOU--THEN MAYBE MY FISTS *WILL!*

*BY THE SEVEN CIRCLES, I WILL NOT BE TRIFLED WITH!*

I'LL MAKE YOU *SUFFER* FOR YOUR INSOLENCE, STORM!

I'LL KILL YOU, STORM--

KILL YOU--

KILL YOU--!

IN THE NAME OF MERCY--

--WHAT AM I DOING?

ARRHHH... SEEMED TO ME...LIKE YOU WERE STRANGLING ME...HELLSTROM.

PLEASE FORGIVE ME, STORM.

AT TIMES--I CAN HARDLY CONTROL MYSELF.

YEAH, WELL-- WE'VE STILL GOT PROBLEMS, FRIEND.

EXACTLY. SOME FORCE INCITED THOSE INDIANS TO ATTACK US--

--THE SAME FORCE WHICH BROUGHT US HERE BY POSSESSING YOUR FRIEND.

A DEMON, JOHNNY-- A DEMON OUT OF HELL.

THERE'S ONE THING SUCH A DEMON CANNOT STAND, STORM-- LIGHT!

BRING US LIGHT, JOHNNY STORM! BRING US LIGHT!

MY FLAME'S A LITTLE WEAK, HELLSTROM --BUT I'LL TRY!

JOHNNY STORM DOES MORE THAN TRY: HE SUCCEEDS.

AND FOR ONE EYE-PIERCING INSTANT, THE SKY IS FILLED WITH A NOVA BRILLIANCE--

--AND BEFORE THE LIGHT COMPLETELY FADES:

"MY EYES! MY EYES! CURSE YOU, HELLSTROM--YOU'VE BURNED MY EYES!"

NAME YOURSELF, DEMON--I COMMAND YOU!

"I AM DRYMINEXTES--A MEMBER OF YOUR FATHER'S COURT. I SOUGHT TO CURRY FAVOR--BY DESTROYING YOU!

"THE PLAN WAS SO CAREFULLY CONCEIVED. THE YOUTH WOULD INVOLVE YOU--

"--AND YOUR RAGE WOULD DESTROY YOU BOTH!"

DAIMON HELLSTROM DOES NOT SPEAK. WITH AN EXPRESSION OF SUPREME DISGUST ETCHING HIS FEATURES, HE EXTENDS THE TIP OF HIS TRIDENT TO TOUCH THE KNEELING DEMON--

--AND WHEN THE SUDDEN FLASH OF DISSOLUTION IS DONE--

--THE SON OF SATAN STANDS ALONE.

STRANGER, YOU HAVE GIVEN US THE GIFT OF LIFE.

MY GRANDFATHER SPEAKS FOR BOTH OF US, MY FRIEND.

HELLSTROM IGNORES THEM. FOR HIM, IT IS AS THOUGH WYATT WINGFOOT AND HIS GRANDFATHER DO NOT EXIST.

LET HIM BE, WYATT. I DON'T KNOW WHY--BUT I DON'T THINK HELLSTROM WANTS ANY COMPANY RIGHT NOW.

WHATEVER IT IS HE'S GOING THROUGH--IT MUST BE HELL.

FINI

NEXT ISSUE: SPIDEY AND NIGHTHAWK--TOGETHER

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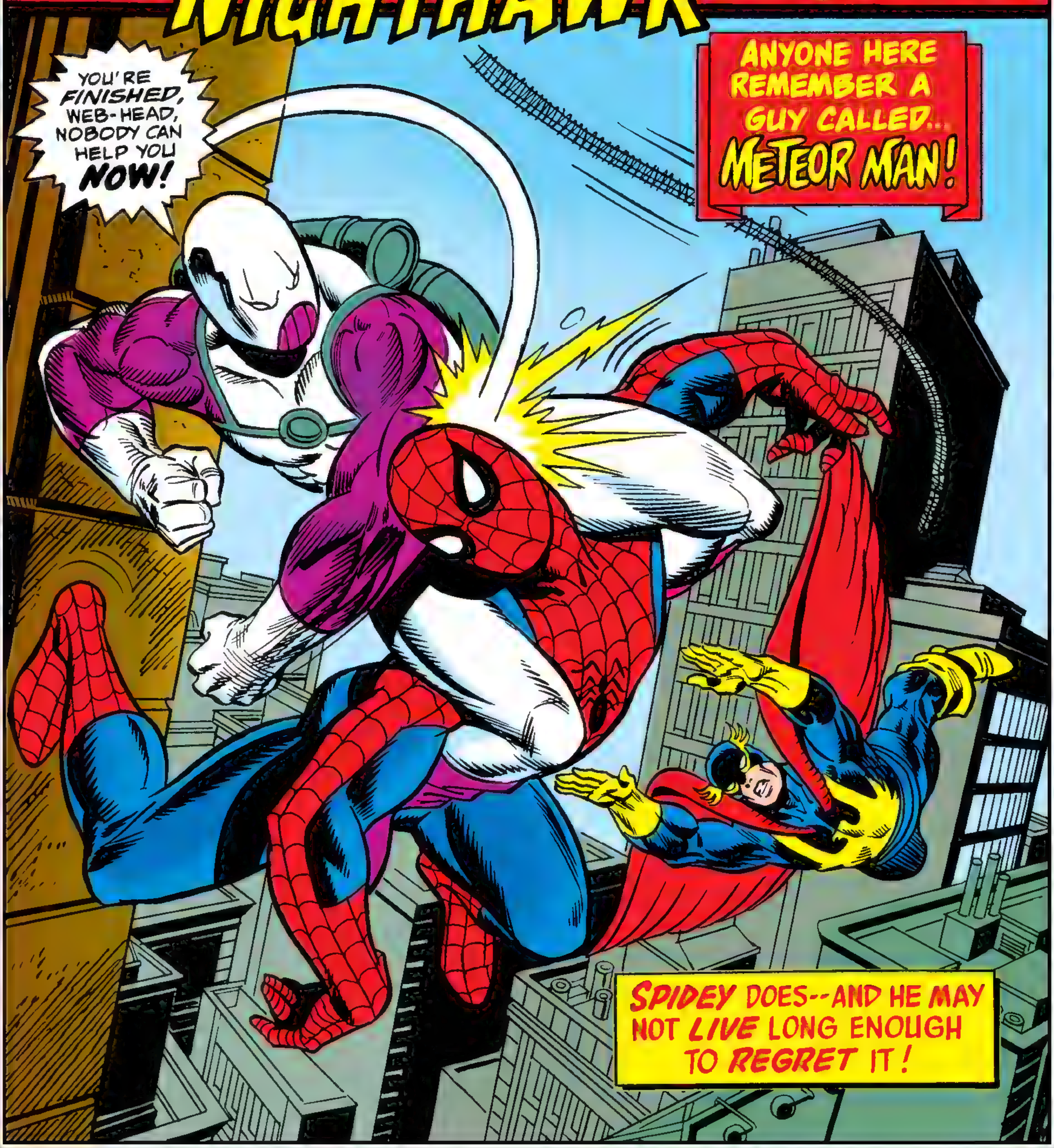
# MARVEL TEAM-UP™

FEATURING

# SPIDER-MAN AND NIGHTHAWK®



# Stan Lee PRESENTS: SPIDEY and NIGHTHAWK--TOGETHER!

GERRY CONWAY / AUTHOR | SAL BUSCEMA / LAYOUTS | VINCE COLLETTA / FINISHED ART | JOHN COSTANZA, letterer / JANICE COHEN, colorist | LEN WEIN / EDITOR

## ANYBODY HERE KNOW A GUY NAMED METEOR MAN?

MOST PEOPLE WHO ALMOST LOSE THEIR LIVES IN AN EXPLOSION TEND TO TAKE IT **EASY** FOR A WHILE AFTER THEY'VE **RECOVERED.**

YOUR AVERAGE BRUSH-WITH-DEATH CAN MAKE A MAN **THOUGHTFUL,** PRACTICALLY **PHILOSOPHIC--**

--AND ALMOST **CERTAINLY--** **CAREFUL.**

UNLESS HE'S THE SORT OF MAN WHO **THRIVES** ON BRUSHES-WITH-DEATH-- THE SORT OF MAN **KYLE RICHMOND** IS--THE SORT OF MAN CALLED--

**--NIGHTHAWK!**

WELL--AT LEAST MY *BODY* STILL WORKS PROPERLY.

I SUPPOSE I'VE GOT A LOT TO BE *THANKFUL* FOR, CONSIDERING HOW *I* CAME OUT OF THAT BOMB-BLAST IN ONE PIECE--*

--AND POOR *TRISH* LOST HER *ARM*.

I WISH LIFE MADE MORE *SENSE* THAN IT DOES. I WISH I COULD UNDERSTAND WHY A GUY AS RICH AS *I* AM SURVIVES A DISASTER--

*A BLAST TRIGGERED BY *EGGHEAD* IN *GIANT-SIZE DEFENDERS #4*.--LEN.

--WHILE A BEAUTIFUL YOUNG GIRL LIKE PATRICA STARR HAS HER WHOLE *LIFE* RIPPED APART.

IF SHE COMES OUT OF THIS *HATING* ME, I REALLY COULDN'T *BLAME*--

HUH? THAT *LIGHT*--!

. . . THERE'S SOMEONE IN MY STUDY--!

ALL THOUGHT OF THE PAST FORGOTTEN FOR THE MOMENT, THE MAN WHO CALLS HIMSELF *NIGHTHAWK* LEAPS FORWARD, ANGER FLUSHING THROUGH HIM IN A HOT *FLOOD*...

HE BURSTS INTO THE ROOM, OPENS HIS MOUTH TO SHOUT A *CHALLENGE*--AND *STOPS*, STUNNED BY THE *SIGHT* OF THE MAN IN FRONT OF HIM.

A FLASH OF *MEMORY* CATCHES KYLE RICHMOND OFF GUARD--

--AND BEFORE HE CAN RECOVER FROM HIS AMAZEMENT--

SPAKOW!

--THIS PARTICULAR BALLGAME IS OVER.

SCRUMP!

SNIK!

SHISSHH

:UNNNHHHH.: I SHOULD NEVER HAVE CHECKED OUT OF THE HOSPITAL...!

A NICE LONG REST, SOME *VITAMINS*, AND MAYBE IN A COUPLE OF MONTHS--

*THE METEOR SPECIMEN--IT'S GONE!*

*SURE* IT'S GONE. WHAT DID I *EXPECT?*

IF THAT BURGLAR IS WHO I *THINK* HE IS--

--THE METEOR IS WHAT HE *CAME* FOR.

*WEALTH HAS ITS ADVANTAGES, AS KYLE RICHMOND HAS NOTED ON MORE THAN ONE OCCASSION; ONE SUCH ADVANTAGE IS THE ABILITY TO MAINTAIN A PRIVATE LIBRARY--*

*--SOMETHING WHICH CAN BE QUITE USEFUL AT TIMES:*

DAILY BUGLE

POLICE CAPTURE MYSTERIOUS LOOTER

SPIDERMAN ESCAP

I WAS *RIGHT.*

IT'S THE MAN THE NEWSPAPERS REFERRED TO AS *"THE LOOTER!"**

I REMEMBER BEING INTERESTED IN THE CASE AT THE *TIME*-- IT'S WHY I BOUGHT THAT *METEOR SPECIMEN* FROM THE SCIENCE MUSEUM--!

AS I RECALL, THERE WAS A *CONNECTION* IMPLIED BETWEEN THIS LOOTER AND *ANOTHER* MAN.

PERHAPS I'D BETTER PAY THAT OTHER CHARACTER A *VISIT*--

--AND ASK HIM WHAT THE LOOTER HAS TO DO WITH-- *SPIDER-MAN!*

* *SPIDER-MAN* #36. --LEN.

BUT, FINDING YOUR FRIENDLY NEIGHBORHOOD WEB-SLINGER IS A DEED EASIER SAID THAN DONE, AS THE HIGH-FLYING NIGHTHAWK SOON DIS-COVERS.

AS IT TURNS OUT, OUR FAVORITE SPIDER-MAN HAS BEEN OUT OF TOWN THESE PAST FEW DAYS, AND HAS ONLY JUST RETURNED LAST EVENING--

--AND IS STILL REELING FROM THE SHOCK OF HIS LIFE!*

ALL OF WHICH IS TO SAY: HE'S NOT IN WHAT YOU'D CALL YOUR BASIC GOOD MOOD.

*DON'T TAKE OUR WORD FOR IT, HERO: PICK UP SPIDER-MAN #144. THE EVENTS IN THIS TALE TAKE PLACE DURING THE EVENTS IN SPIDER-MAN #145. --LOQUACIOUS LEN.

OF ALL THE LOW-DOWN CRUMMY TRICKS TO PLAY ON A GUY--THIS MUST BE THE ABSOLUTE LOWEST.

IMAGINE SOMEONE IMPERSONATING GWEN STACY--PRETENDING GWEN'S ALIVE, WHEN I KNOW SHE'S DEAD!

THAT'S CRUEL. THAT'S REALLY CRUEL. AND WHEN I FIND OUT WHY THAT GIRL'S DOING IT--AND WHO SHE REALLY IS--

--SOMEONE'S GOING TO HAVE A FIERCE HEADACHE-- STARTING WITH A PUNCH IN THE MOUTH.

BUT I'VE GOT TO FORGET ABOUT HER-- I'VE GOT TO PUT IT OUT OF MY MIND.

I'VE EVEN GOT TO FORGET ABOUT AUNT MAY BEING IN THE HOSPITAL-- BECAUSE THERE'S NOTHING I CAN DO TO HELP--

--EXCEPT KEEP MYSELF SANE BY TRYING TO FIND THE SCORPION BEFORE HE--HUH?

MY SPIDER-SENSE--! IT'S TINGLING-- WARNING ME TO--

"LOOK OUT!

HEY! WHAT ARE YOU--

UMMMRRRHH!

THOUGHT YOU'D SNEAK UP ON ME, DIDN'T YOU?

BOMP!

I HATE TO RUIN YOUR *GAME*, MISTER-- *WHATEVER* IT IS--BUT *NOBODY* TAKES SPIDER-MAN BY SURPRISE!

AND THAT MEANS YOU!

WHAP!

*STUNNED, NIGHTHAWK LOSES CONTROL OF HIS DELICATELY-BALANCED **JET-PACK**; AND AS CONSCIOUSNESS FADES WITHIN HIM, THE BLUE-AND-GOLD GARBED DEFENDER SLIPS INTO A **DIVE**-- PLUMMETING EARTHWARD LIKE SOME GREAT, WOUNDED **EAGLE** FALLEN FROM THE HEIGHTS--!*

SAY--MAYBE I *OVERDID* IT A LITTLE.

THAT GUY LOOKS LIKE HE'S IN *TROUBLE*--

--AND SINCE I DON'T KNOW *WHY* HE CAME AT ME LIKE THAT--

--MAYBE I'D BETTER *CATCH* HIM SO WE CAN HAVE A *TALK!*

*THUMMP!*

*A SHORT WHILE LATER, IN THE SHADOWS AT THE REAR OF A DESERTED WAREHOUSE LOADING PLATFORM...*

HE'S COMING AROUND. NOW THAT I'VE HAD A CHANCE TO *LOOK* AT HIM, I THINK I'VE RECOGNIZED HIS *COSTUME.*

DAREDEVIL MENTIONED HIM TO ME ONCE: HE'S A GUY NAMED *NIGHTHAWK--*

WHHHOOOAAA... STOP *SPINNING,* HEAD.

WHAT DID YOU USE ON ME, FELLA? A *MONKEY-WRENCH?*

JUST MY *FIST,* NIGHTHAWK.

GIVE ME A GOOD REASON WHY I SHOULDN'T USE IT *AGAIN.*

*TOUCHY,* AREN'T YOU? I'D HEARD YOU HAD A QUICK TEMPER--BUT USUALLY A GUY NEEDS A *REASON* TO GET ANGRY, DOESN'T HE?

I'VE *GOT* MY REASON, BEAK-FACE--NOT THAT IT'S ANY OF YOUR *BUSINESS.*

ARE YOU GOING TO TELL ME WHY YOU *JUMPED* ME, OR AM I GOING TO--

*HOLD EVERYTHING!*

LET'S GET OUR FACTS *STRAIGHT,* SHALL WE? *YOU* JUMPED *ME,* FELLA--NOT THE OTHER WAY AROUND.

ALL I WANTED FROM YOU WAS SOME *INFORMATION*--AND THAT'S *STILL* ALL I WANT.

IF YOU'LL JUST *LISTEN,* I'LL TELL YOU WHAT I WANT TO *KNOW--!*

*SPIDER-MAN LISTENS; NIGHTHAWK TELLS--*

--AND WHEN THE LISTENING AND TELLING ARE DONE, THE TWO HEROES COME TO THOUGHTFUL CONCLUSION:

THE LOOTER WAS ONE OF THE MORE POWERFUL VILLANS I EVER FOUGHT-- AND AS FAR AS I KNOW, HE NEVER LOST THAT POWER.

THE LAST TIME WE BATTLED, I BEAT HIM BY SHEER WILL-POWER--

--BUT THAT WAS YEARS AGO. HE MIGHT HAVE GROWN STRONGER SINCE THEN-- PERHAPS EVEN CRAFTIER.

I CAN'T LET YOU GO AFTER HIM ALONE, NIGHTHAWK.

THE SCORPION WILL HAVE TO WAIT.

AND SO WILL AUNT MAY AND THE "NEW" GWEN STACY--!

THAT'S FINE WITH ME, WEB-HEAD. I'M KIND OF FOND OF WORKING IN A TEAM, ANYWAY.

WHAT SAY I CHECK STATE PRISON TO FIND OUT HOW HE ESCAPED--

--WHILE I LOOK OVER THE LOOTER'S OLD LABORA-TORY, ON THE OFF-CHANCE HE MIGHT HAVE RETURNED.

LET'S MEET HERE IN TWO HOURS FOR SOME NOTE-COMPARING. UNTIL THEN--

--GOOD LUCK!

THIRTY-ODD MINUTES LATER, AS THE SUN LIFTS TOWARD ITS ZENITH, A FAMILIAR FIGURE DARTS ACROSS THE UP-STATE NEW YORK COUNTRYSIDE, HEADING TOWARD THE BULKING GRAY BUILDING WHICH STANDS AS A SYMBOL OF THE "LAW AND ORDER" SOCIETY--

TATE PENITENTIARY

--A SOCIETY TOO **FRIGHTENED** TO ACCEPT ITS OWN CAPABILITY IN PRODUCING CRIMINALS--

--A SOCIETY WHICH PREFERS TO **HIDE** ITS EVIL SIDE--

--RATHER THAN TRY TO **CHANGE** IT.

WELL, WELL--I'M GLAD YOU CALLED AHEAD, SIR. VERY GLAD YOU CALLED **AHEAD.**

AS YOU KNOW-- OR PERHAPS YOU ***DIDN'T*** KNOW-- THIS IS NORMALLY THE PRISONERS' ***RECREATION HOUR.***

NATURALLY, WE COULDN'T HAVE THEM WANDERING ABOUT THE YARD WHILE ***YOU*** ARE HERE, SIR--OH, NO, SIR-- COULDN'T HAVE ***THAT!***

WELL, WELL--HERE WE ARE. THIS IS MY ***OFFICE***, SIR. I'M WARDEN HERE, AS YOU KNOW--

--OR PERHAPS YOU ***DIDN'T*** KNOW. THE NAME'S ***CARMICHAEL.*** YES, SIR--***IVAN CARMICHAEL.***

WARDEN

YOU SAID THERE WAS A ***PRISONER*** YOU WANTED INFORMATION ON--?

THAT'S RIGHT, WARDEN. THE MAN NAMED ***NORTON G. FESTER***--

FESTER! OH, YES, ***FESTER!*** HE WAS AN ***IDEAL INMATE***--UNTIL WE ASSIGNED HIM TO ***BILL GORDON'S*** CELL.

THAT WAS A MISTAKE. OH, YES, SIR--I'D BE THE FIRST TO ***ADMIT*** IT--A MISTAKE, A ***BAD*** MISTAKE!

MAYBE YOU SHOULD ***EXPLAIN,*** WARDEN...!

"YES, WELL, PERHAPS I **SHOULD.** FESTER HAD BEEN AN ABSOLUTELY **MODEL** PRISONER; HE OBEYED ALL THE REGULATIONS, BOTHERED NO ONE, AND BEHAVED HIMSELF **ADMIRABLY.**

"WELL, YES, YOU SEE-- WE THOUGHT HE'D BE A GOOD **INFLUENCE** ON MR. GORDON-- BUT AS THINGS TURNED OUT--

"--WHAT OCCURED WAS QUITE THE **REVERSE.** OH, MY, YES.

SO YOU'RE THE **FESTER** CREEP. YOU'RE ABOUT WHAT I **EXPECTED,** CHUMP.

I'VE SEEN GUYS WITH MORE **GUTS** IN A GIRL'S SCHOOL!

I'M AFRAID I DON'T LIKE YOUR **ATTITUDE,** SIR.

I'LL HAVE YOU KNOW I'M A **PROFESSIONAL.** WHY, ONCE I BEAT SPIDER-MAN HIMSELF TO A **STANDSTILL.**

**BUNK!**

IF IT HADN'T BEEN FOR--

YOU'RE A **JOKE,** PAL. YOU'RE A **NOBODY.**

I HEARD THE STORIES ABOUT YOU--AND YA KNOW WHAT **I** THINK?

I CERTAINLY **DO NOT!**

I THINK YOU'RE NOTHIN' BUT A TWO-BIT **PHONEY!**

SURE, A LILY-LIVERED PHONEY-BALLONEY **BUM!**

I AIN'T NEVER HEARD ABOUT YOU **COSIN'** YOUR SO-CALLED POWER--SO IF YA STILL **HAD** IT--

--IF YA **EVER** HAD IT--

--WHY HAVEN'T YOU USED IT TO **BUST OUT?**

**I'LL** TELL YOU WHY: 'CAUSE YOU'RE **NUTHIN',** BUSTER-- NUTHIN' BUT A **NOBODY!**

THAT'S ALL YOU EVER **WUZ**-- AND ALL YOU'LL EVER **BE!**

DON'T--**SAY**-- THAT--!

I'M--NOT-- A--**NOBODY..!**

**CCRRUUMMPP!**

I'M--NORTON--FESTER--! DO--YOU--HEAR?

I'M--NORTON--FESTER!

CRUNCH!

THE BUNK! YOU--YOU BROKE IT--WITH YOUR BARE HANDS!

IT'S TRUE. I'VE NEVER LOST MY STRENGTH--NEVER.

EVER SINCE THAT DAY WHEN I FIRST INHALED THAT STRANGE METEOR'S GAS, I'VE HAD POWER--MORE POWER THAN I'D EVER DREAMED!

KEE-KEEP AWAY FROM ME! KEEP AWAY, Y'HEAR?

ALL THESE YEARS, THE THOUGHT NEVER OCCURRED TO ME THAT I MIGHT USE MY STRENGTH TO ESCAPE!

I'D ALWAYS BEEN SUCH A LAW-ABIDING CITIZEN, UNTIL I GAINED MY POWER--

I JUST NEVER THOUGHT--NEVER REALIZED WHAT MY POWER COULD DO! BUT NOW--

WHOOM!

..I'M FREE!

YAAAAAHHH!

FREE!

"YES, YES, THAT'S WHAT **HAPPENED**. NO ONE EVER **EXPECTED** NORTON TO DO IT, YOU SEE; HE'D BEEN SUCH AN **IDEAL** CONVICT--NOT AT ALL LIKE SOME OF THE RIFF-RAFF YOU MEET--"

NO, SIR! HE WAS QUITE A **GENTLEMAN.**

GLAD TO **HEAR** IT, WARDEN CARMICHAEL. WHAT **I** DON'T UNDERSTAND IS WHY FESTER WAS NEVER TREATED BY A **PSYCHIATRIST.**

OBVIOUSLY, THE MAN WAS-- AND IS-- SERIOUSLY **ILL.**

AHH, BUT THAT'S NOT **OUR** RESPONSIBILITY, SIR.

NO, NO--NOT **OUR** RESPONSIBILITY!

THAT'S RIGHT --YOU JUST KEEP THE MEN **CAGED,** RIGHT, WARDEN?

WHY YES-- I MEAN-- THAT IS--

I MEAN-- I'M NOT SURE YOU UNDERSTAND OUR-- EH--**POINT OF VIEW--!**

**BUT THE WARDEN'S APOLOGIA IS UNHEARD, AND THUS, UNHEEDED;** AS, FOR THE SECOND TIME THIS DAY, THE CALM UPSTATE COUNTRYSIDE IS SHATTERED BY THE ROAR OF NIGHTHAWK'S **JETS..**

--UNTIL THE SOUND FADES IN THE DISTANCE--AND IS **GONE.**

AS ONE OF OUR HEROIC PAIR COMPLETES **HIS** ASSIGNMENT, LETS LOOK IN ON THE **OTHER,** IN THE MIDST OF HIS **OWN** INVESTIGATION:

JEREMIAH

R SAVIOR

AN INVESTIGATION THAT HAS--SO FAR--PROVEN **FRUITLESS--!**

**WONDERFUL.** AFTER BUSTING MY BACK TRYING TO LOCATE FESTER'S OLD **LAB,** I FIND OUT A RELIGIOUS GROUP HAS TAKEN IT OVER FOR A **HEADQUARTERS--!**

APPARENTLY, THEY *BOUGHT* THE ENTIRE BUILDING SOON AFTER FESTER WENT TO JAIL--SOME GROUP NAMED "*THE INNOCENTS OF GOD*"!

I WON'T LEARN ANYTHING ABOUT THE LOOTER'S WHEREABOUTS FROM *THEM*, THAT'S FOR SURE.

*HAH! AT LAST--I'VE GOT YOU!*

I SUPPOSE THE ONLY THING I CAN DO NOW IS RETURN TO THE *WAREHOUSE* WHERE I'LL MEET--

*URRRFFF!*

*THE LOOTER!* BUT--MY SPIDER-SENSE SHOULD HAVE *WARNED* ME!

I'VE GOT TO *DODGE* BEFORE HE CAN--

*YEEEOW!*

*IMBECILE!* I'M THE LOOTER *NO LONGER!*

IN HONOR OF MY NEW-FOUND *FREEDOM*, I'VE RECHRISTENED MYSELF--*THE METEOR MAN!*

YOU HAVE TO *ADMIT*, MY FRIENDLESS FOE--IT *DOES* HAVE A BIT MORE FLAIR THAN MY *PREVIOUS* PSEUDONYM!

AND WHEN ONE COMES *DOWN* TO IT--

--*STYLE* IS SUPREMELY *IMPORTANT*, PERHAPS MORE IMPORTANT THAN *LIFE ITSELF!*

WOULDN'T YOU *AGREE?*

BLOWS--*STUNNED* ME--! I'M TOO GROGGY--TO SHOOT MY *WEBBING*--!

BUT-- I *HAVE* TO.

AUNT MAY'S HEART COULDN'T SURVIVE THE *SHOCK*-- OF PETER PARKER'S DEATH--

--AND MORE THAN *THAT*--

--IF I DIE *HERE*-- I'LL NEVER KNOW THE *TRUTH*--

--ABOUT *GWEN!*

*NO!* I CAN'T LET IT END-- NOT *NOW.*

THERE'S *TOO MUCH* AT STAKE-- MORE THAN *MY* LIFE--

--MORE THAN *NORTON FESTER*--

*THWIP*

--MORE THAN *SPIDER-MAN!*

*I DID IT!*

SPIDER-WEB... I *LOVE YOU!*

BANK OF C

OKAY. I'VE BEEN WANDERING AROUND IN A *DAZE* EVER SINCE THAT GIRL PRETENDING TO BE GWEN FIRST WALKED INTO MY LIFE--

--BUT NOW THAT'S GOT TO *STOP*. I'VE GOT A RESPONSIBILITY TO *MYSELF* AND TO MY FRIENDS TO *SURVIVE* THIS BATTLE, AND THAT'S WHAT I'M GOING TO *DO*--

POW!

--EVEN IF IT *KILLS* ME!

*HEY!* THIS ISN'T THE WAY I WANTED IT TO WORK AT *ALL*!

THE METEOR MAN IS *FLOATING AWAY*--KNOCKED BACK FROM THE IMPACT OF MY *KICK*!

IN ANOTHER MOMENT, HE'LL BE OUT OF MY WEB-BING'S *RANGE*! I'VE GOT TO GO *AFTER* HIM--

CHURLISH *FOOL*! YOU CAN'T REACH ME-- NOT NOW, NOT *EVER*!

--*NOW*!

IF I HAD TIME, I'D *DESTROY* YOU --BUT I'VE FAR MORE *IMPORTANT* MATTERS TO ATTEND TO--

--SO I'LL SIMPLY BID YOU GOOD DAYYYYY...

TERRIFIC. I'VE DONE IT AGAIN!

IF THIS KEEPS UP, I'M LIKELY TO DEVELOP A SEVERE CASE OF ACROPHOBIA!

RELAX, WEB-SLINGER. YOU'RE NOT OUT OF THE RING YET.

NIGHTHAWK!

SOMETHING TELLS ME THIS IS THE BEGINNING OF A BEAUTIFUL FRIEND-SHIP, OLD BUDDY.

JUST SHUT UP AND LET ME DRIVE.

BUT, AFTER THE SKY-SWOOPING NIGHTHAWK HAS LOWERED A GRATE-FUL WEB-SLINGER TO A SOLID ROOFTOP...

WHAT DO YOU MEAN, YOU DON'T THINK THIS IS IMPORTANT ENOUGH TO KEEP WORKING ON?

HE STOLE YOUR PROPERTY DIDN'T HE?

HE'S A MENACE, ISN'T HE?

IT'S TRUE HE TOOK MY METEOR, SPIDER-MAN-- BUT I'M NOT SO SURE ABOUT HIS BEING A MENACE.

HE'S A SICK MAN-- HE NEEDS HELP, AND I'M NOT SURE THAT SENDING HIM BACK TO PRISON IS THE SORT OF HELP HE NEEDS.

WHAT SHOULD WE DO WITH HIM? GIVE HIM SOME ROSES AND SEND HIM ON HIS WAY?

MISTER, THAT MAN IS DANGEROUS.

WE'VE GOT TO STOP HIM--AND STOP HIM NOW--!

BUT MAYBE THAT'S TOO MUCH TO ASK-- MAYBE YOU'RE JUST AFRAID! IS THAT IT, NIGHTHAWK?

ARE YOU JUST ANOTHER COSTUMED COWARD?

WHAM

MO!

THAT'S FOR YOU, WALL-CRAWLER.

WHATEVER'S EATING YOU HAS MADE YOU A LITTLE BLOODTHIRSTY... AND IT'S ALSO MADE YOU A LITTLE STUPID.

YOU KNOW THAT WHAT I SAID ABOUT FESTER IS THE TRUTH-- THAT HE'S ILL, AND NOT RESPONSIBLE.

BUT LIKE I SAID, SOMETHING'S EATING YOU--AND YOU WANT REVENGE, MAYBE FOR SOMETHING FESTER HASN'T EVEN DONE.

YOU CAN TAKE REVENGE ON HIM IF YOU WANT TO.

AS FOR ME--

--I'M GOING HOME.

OH, THAT'S SIMPLY SWELL, ISN'T IT, HERO?

YOU'RE SO TERRIFIC YOU ALIENATE EVERYONE-- ESPECIALLY YOUR FRIENDS.

SOMETIMES I WONDER: AM I SPIDER-MAN BECAUSE I WANT TO *HELP* PEOPLE--

--OR BECAUSE I WANT TO *HURT* THEM?

THESE DAYS, I SEEM TO DO MORE *HURTING* THAN *HELPING*.

I GUESS I MIGHT AS WELL PICK UP MY TRAIL ON *THE SCORPION*.

MAYBE AFTER I DEAL WITH HIM, I'LL KNOW WHAT I WANT TO DO ABOUT *THE METEOR MAN*.

*HA!* THAT'S A LAUGH.

SINCE WHEN DO I EVER KNOW WHAT TO DO ABOUT *ANY-THING?*

HE'S *PERFECT*, INNOCENT ONES. SPIDER-MAN IS A TRUE *SYMBOL* OF MODERN-DAY *EVIL*.

WHO KNOWS-- HE MIGHT EVEN BE THE *ANTICHRIST!*

IN ANY CASE, HE WILL PROVE A MOST *SUITABLE* SUBJECT FOR OUR RITE OF *PURIFICATION*.

AND--IF HE LIVES IN THE SPIRIT OF THE LORD, HE MIGHT EVEN *SURVIVE*.

BRING HIM TO ME, CHILDREN. SO SPEAKS YOUR *TEACHER* AND YOUR *MASTER*--

*JEREMIAH, LAST TRUE PROPHET OF THE LORD!*

*TO BE CONTINUED*

**NEXT ISSUE**

*IN A STORY TITLED:*

# DEATH-CULT!

*(AND IN THE MEANTIME, BE SURE TO PICK UP SPIDER-MAN #145 FOR SPIDEY'S BATTLE WITH **THE SCORPION!** 'NUFF SAID, FAITHFUL ONE!)*

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# MARVEL TEAM-UP™

FEATURING:

# SPIDER-MAN® AND VALKYRIE™

PUT THAT CLOCK *DOWN*, PASTY-FACE-- *NOW!*

NOT A *CHANCE*, WALL-CRAWLER! I'M *STRONG* ENOUGH TO DESTROY YOU *BOTH!*

THE WEB-SLINGER... THE WOMAN-WARRIOR... "AND METEOR MAN MAKES THREE!"

Stan Lee PRESENTS: SPIDEY™ and the VALKYRIE™--TOGETHER!

| GERRY CONWAY | SAL BUSCEMA | VINNIE COLLETTA | DAVE HUNT, LETTERS | LEN WEIN |
|---|---|---|---|---|
| AUTHOR | LAYOUTS | FINISHED ART | G. ROUSSOS, COLORS | EDITOR |

# BEWARE the DEATH CRUSADE!

A COLD DAWN IN LATE FEBRUARY. TENDRILS OF MIST DRIFT WEST FROM THE EAST RIVER LIKE WHITE FINGERS OF FROST. THE SUN IS LOW ON THE HORIZON, ALMOST HESITANT, CASTING A MURKY GLOOM OVER THE IMPERSONAL TOWERS OF THE WORLD'S MOST CONGESTED ISLAND. ALL IS DARK, ALL IS GRAY.

AS FAR AS SPIDER-MAN IS CONCERNED, THE DAWN FITS HIS MOOD EXACTLY.

C'MON, HERO-- CHEER UP. THINGS CAN'T BE THAT BAD, CAN THEY?

YOU WANNA BET?

# CHAPTER ONE: A GIFT FOR VIOLENCE!

MAYBE I'M *EXAGGERATING,* BUT IT SEEMS TO ME I GET *MORE* THAN MY SHARE OF LIFE'S LITTLE *BURDENS.*

NOT ONLY DO I HAVE TO COPE WITH A WORLD THAT WANTS TO *KILL ME* AS SPIDER-MAN--

--BUT I'VE *ALSO* GOT TO DEAL WITH SOME SIMPLY MIND-BOGGLING PROBLEMS AS *PETER PARKER!*

AFTER ALL, HOW MANY *OTHER* COLLEGE GUYS HAVE THEIR GIRL FRIENDS *DIE* ON THEM--?

GWEN STACY DIED ON *ME*-- BUT NO, THAT WASN'T BAD *ENOUGH.*

NOT ONLY DOES SHE *DIE* --BUT THEN, WHEN I'M FINALLY GETTING MYSELF *TOGETHER*--

--SHE *COMES BACK FROM THE DEAD,* LIKE SOME SORT OF MODERN-DAY *LAZARUS!**

I CAN'T *HANDLE IT!* I JUST CAN'T UNDERSTAND WHAT I SHOULD *DO!*

IT'S TOO MUCH FOR ME TO-- *HUH? MY SPIDER SENSE* --WARNING ME--

*PORTRAYED IN SPIDER-MAN #144 & 145. -- LEN.

--I'M UNDER *ATTACK!*

*WAM!*

I TOLD YOU NOT TO *INTERFERE* WITH MY PLANS, WEB-SLINGER-- BUT YOU WOULDN'T *LISTEN!*

YOU MADE *INQUIRIES*-- PROBED WHERE YOU WERE NOT *WANTED*-- INVOLVED YOURSELF WITH A MATTER THAT WAS *NOT* YOUR *CONCERN!*

YOU MUST BE MADE TO *ACCOUNT* FOR THESE INTRUSIONS, SPIDER-MAN--

*--AND THAT ACCOUNTING IS NOW!*

BROOMM!!!

IT'S *THE METEOR MAN*--THE ESCAPED CONVICT NIGHTHAWK AND I WERE TRACKING DOWN EARLIER THIS *WEEK!**

*MEANING LAST ISSUE.--LEN.

IN THE CONFUSION OF MY BATTLE WITH *THE SCORPION,* AND WHAT *NED LEEDS* TOLD ME ABOUT *GWEN*--* I'D COMPLETELY *FORGOT-TEN* ABOUT *M.M.*--

--BUT IT SEEMS HE *UHHHH* DIDN'T FORGET ABOUT *ME!*

BRUMP!

*DETAILED IN SPIDER-MAN #145. --LEN.

THRAAK!

LISTEN, BALLOON-BOY --THIS HAS GONE *FAR ENOUGH!*

MAYBE OTHER FOLKS LIKE BEING *PUNCHING BAGS,* BUT I'M NOT *ONE* OF THEM.

*THIS FOR YOU,* PAL! LUMP IT AND *LIKE IT!*

*IMBECILE!* IS YOUR MIND SO *WEAK* YOU'VE ALREADY FOR-GOTTEN MY *POWER?*

YOUR STRONGEST BLOW IS ONLY AN *IR-RITATION,* SPIDER-MAN --WHILE MY MOST *CASUAL* PUNCH--

CHOOM!

--SENDS YOU HURTLING OUT TO SEA!

SPLLASH!

TAKE THIS AS MY *SECOND* AND *FINAL* WARNING, SPIDER-MAN:

I HAVE CERTAIN *ARRANGEMENTS* TO MAKE, TO INSURE MY SUCCESS IN MY *FUTURE ENDEAVORS.*

LEAVE ME FREE TO *MAKE* THOSE ARRANGEMENTS, OR NEXT TIME YOU'LL PAY FOR YOUR KIBITZING--

--WITH YOUR *LIFE!*

TERRIFIC.

NOTHING I LIKE BETTER THAN A COLD BATH TO START THE MORNING OFF *RIGHT.*

WHY DON'T THESE THINGS HAPPEN TO *ROGER MOORE?*

*FOR THE TIME BEING, WE'LL LEAVE OUR WATER-LOGGED WALL-CRAWLER AND LOOK **ELSEWHERE** FOR OUR ENTERTAINMENT.*

*IN PARTICULAR, WE'LL LOOK **HERE:** AN EX-RIDING ACADEMY ON LONG ISLAND, FORMERLY USED BY THE RICH NORTH SHORE COUNTRY CLUB SET FOR RELAXATION AND REPOSE, NOW THE INFORMAL GATHERING PLACE OF A GROUP KNOWN AS **THE DEFENDERS**--*

*--OF WHICH THESE TWO CHARACTERS ARE DULY-APPOINTED **MEMBERS.***

LADIES AND GENTLEMEN, ALLOW US TO REINTRODUCE--

NIGHTHAWK!

MUST YOU BE SO MELODRAMATIC IN YOUR ARRIVALS? YOU'VE FRIGHTENED ARAGORN!

SORRY, VAL--I GUESS I'M STILL A LITTLE ANGRY.

ANGRY? ABOUT WHAT?

SPIDER-MAN, THAT'S WHAT--OR RATHER WHOM. I CAN'T GET OVER HIS ATTITUDE.

WE WERE WORKING TOGETHER TO CAPTURE A SUPER-POWERED MADMAN CALLED METEOR MAN--

--AND MY RESEARCH INTO METEOR MAN'S BACKGROUND CONVINCED ME THE MAN HAD BEEN MALTREATED IN PRISON--THAT WHAT HE NEEDED WAS A PSYCHIATRIST, NOT A CELL.

WHEN I MENTIONED THIS, SPIDER-MAN EXPLODED.

I NEVER SAW SOMEONE GET SO--BLOOD-THIRSTY, VALKYRIE.

HOW DO YOU MEAN ..."BLOODTHIRSTY"?

I MEAN, HE WANTED TO GO ALL OUT TO GRAB THIS METEOR-GUY--THIS NORTON G. FESTER.

FRANKLY, THE WAY HE ACTED MADE ME SICK.

AND WHAT'S HAPPENED TO FESTER?

SEARCH ME, VALKYRIE. I LEFT IN SUCH A HURRY--I DON'T KNOW WHAT SPIDER-MAN INTENDS TO DO.

YOU MEAN TO SAY--YOU LET THIS METEOR MAN GO FREE?

HUH--? I THOUGHT I'D EXPLAINED--

YES, YOU EXPLAINED--YOU EXPLAINED HOW YOU ABANDONED YOUR RESPONSIBILITY!

YOU INVOLVED YOURSELF IN THIS METEOR MAN MATTER--AND THEN YOU QUIT.

PERHAPS YOU DON'T KNOW YOUR DUTY, BUT I ASSURE YOU, NIGHTHAWK--

--I DO!

I'LL NEVER UNDERSTAND THAT WOMAN. NEVER IN A MILLION YEARS.

ON THAT RATHER MALE-CHAUVINISTIC NOTE, WE'LL DRAW THE CURTAIN ON KYLE RICHMOND, ALIAS NIGHTHAWK--

--AND OPEN OUR NEXT SCENE ON A MOMENT SEVERAL HOURS LATER, IN THE AREA OF MANHATTAN KNOWN AS HARLEM, IN THE MINUTES JUST BEFORE MIDNIGHT.

SCENE: A DE-SANCTIFIED CHURCH AWAITING DEMOLITION.

DRAMATIS PERSONAE: TO BEGIN WITH, TWO MYSTIFIED POLICEMEN IN AN APPROACHING RADIO CAR...

DO YOU SEE WHAT I SEE, DOMINQUEZ?

IF YOU SEE A BUNCH OF KIDS DANCING INSIDE THAT ADANDONED CHURCH LIKE IT WAS SOME KIND OF DISCOTHEQUE--

THEN THAT'S WHAT I SEE.

YOU BETTER GET ON THE HORN AND TELL THE LIEUTENANT ABOUT THIS, BUDDY.

NOT ON YOUR LIFE. NO WAY I'M GOING TO MISS THIS SCENE, RALPH.

SOMETHING TELLS ME WE'VE FOUND OURSELVES A REGULAR BUNCH OF--

--WEIRDOS.

MOTHER OF MERCY! I-I DON'T BELIEVE IT--!

# CHAPTER TWO: THE INNOCENTS OF HELL!

LUIS DOMINQUEZ DOESN'T **RESPOND** TO HIS PARTNER'S OBSERVATION; LUIS DOMINQUEZ SCARCELY DARES TO **BREATHE.** AWED, HORRIFIED, FASCINATED BY WHAT HE SEES, HE STANDS **PARALYZED** IN THE DOORWAY TO THE CHURCH GAPING AT THE WILD SCENE BEFORE HIM.

IT'S-- SOME SORT OF *PAGAN RITE*-- LIKE SOMETHING OUTTA THE BLASTED *MOVIES*--!

HE BARELY **HEARS** THE FRENZIED MUSIC ECHOING THROUGH THE ONCE-HALLOWED CHAMBER; HE'S ONLY **REMOTELY** AWARE OF THE TWISTING, DANCING FIGURES WINDING THROUGH THE AISLES AND BETWEEN THE PEWS; NO, HIS ATTENTION IS CAUGHT BY SOMETHING **ELSE**-- SOMETHING FAR MORE **RIVETING** THAN THESE MINOR DIVERSIONS--

ALL LUIS DOMINQUEZ CAN SEE-- ARE THE **EYES** OF THE MAN STANDING ON THE ALTAR--

--A MAN **WE** HAVE SEEN BEFORE--*

--**JEREMIAH,** SELF-STYLED **PROPHET** OF THE LORD!

*AT THE END OF OUR LAST ISSUE.--LEN.

WHERE DOES HE **COME** FROM, THIS SELF-PROFESSED MAN OF RELIGION? WHAT **FAITH** DOES HE REPRESENT? WHAT **POWER** DOES HE WIELD?

FOR THE ANSWER, WE MUST LOOK **DEEP** WITHIN THOSE FIERY EYES--

WE MUST LOOK **DEEP**, INTO THE DARK RECESSES OF THIS PROPHET'S **SOUL**. AND WHAT DO WE **FIND** THERE? DO WE SEE WHAT HIS **DISCIPLES** SEE?

DO WE SEE A **LEADER**-- A NEW **MESSIAH**?

OR DO WE SEE A MAN **CONSUMED** BY LUST FOR POWER? DO WE SEE A MAN WILLING TO **SAY** ANYTHING, **DO** ANYTHING --TO GAIN THE POWER HE **CRAVES**; IS THAT WHAT WE SEE?

IS THAT THE **SECRET** OF THE PROPHET-- **JEREMIAH**?

**SILENCE**, MY CHILDREN.

WE HAVE **VISITORS.**

IMMEDIATELY, THE MUSIC **FADES**; THE DANCING **HALTS**. ALL EYES TURN, FOCUSING ON THE TWO MEN IN THE DOORWAY... WHO REALIZE, WITH SUDDEN APPREHENSION, HOW TERRIBLY **OUTNUMBERED** THEY ARE...

OKAY, FOLKS... AH ...BREAK IT UP.

I DON'T THINK THAT'S GONNA **WORK** HERE, RALPH.

HOW **DARE** YOU INTERRUPT OUR **HOLY CELEBRATION**, MEN OF CAESAR? HOW DARE YOU COME **HERE**, TO THIS SANCTUM SANCTORUM, THIS MOST **SACRED** OF SACRED PLACES?

WHO **ARE** YOU, WHO ACT SO **RASHLY**?

GIVE ME YOUR **NAMES**--AND I MAY SPARE YOUR **SOULS!**

M-MY NAME IS LUIS DOMINQUEZ--AND --MY PARTNER'S NAME IS RALPH McELROY. AH--WE'D LIKE TO--AH--ASK YOU A FEW **QUESTIONS,** IF WE--COULD--!

**SILENCE!** I'LL ANSWER NO PAGAN QUESTIONS, FROM YOU OR **ANY** SOLDIER OF CAESAR!

I AM **JEREMIAH,** LAST TRUE PROPHET OF THE LORD--

--AND MINE IS THE **DUTY** TO CLEANSE THE WORLD OF **SIN!**

**BEGONE,** MINIONS OF THE MATERIAL WORLD!

**BEGONE!**

**FRRAZZACK!**

ONE BY ONE, THE YOUTHS **DRIFT BACK** TO THEIR DANCING, AS THE MUSIC RISES ONCE MORE TO FILL THE CAVERNOUS CHURCH...

...OBSCURING THE BUBBLING **HISS** OF TWO STILL-SMOULDERING PILES OF ASH, DROWNING THE SOUND OUT WITH AN ORGY OF RIOTOUS **NOISE...**

JUST **HOW** ALL OF THIS FITS IN WITH OUR STORY WILL BECOME CLEAR AS WE **CONTINUE.** FOR THE MOMENT, **TRUST US.**

WE PROMISE WE'LL DEAL WITH JEREMIAH AND HIS FRIENDS SOME MORE, AFTER WE DO A SCENE OR TWO WITH **THIS** COSTUMED CHARACTER--

--THE WEB-SLINGING SAD SACK CALLED **SPIDER-MAN.**

OBVIOUSLY, I'M NOT GOING TO TRACK METEOR MAN DOWN BY ***MYSELF.***

IT'S A GOOD THING I REALIZED THAT AN ***HOUR*** AGO--

--IN TIME TO DROP OFF AT MY ***APARTMENT*** AND PICK UP ***THIS,*** ONE OF THE FEW ITEMS I SALVAGED FROM MY OLD PAD AFTER MY EX-ROOMMATE BLEW THE PLACE ***UP.***

MY VERY OWN HANDY-DANDY ***POLICE RADIO.***

***AFTER SEVERAL MINUTES OF FRUITLESS LISTENING...***

THIS IS WORSE THAN HEARING OLD ***BOB HOPE*** RE-RUNS. I WISH--UH-- OH. ***HOLD IT,*** HERO.

THREE-SIXTY-SEVEN IN PROGRESS ON EAST THIRTY-FOURTH STREET--

ALL CARS IN AREA REPORT ***IMMEDIATELY*** TO 501 EAST THIRTY-FOURTH. SUSPECT IS NOT ARMED, BUT APPEARS ***DANGEROUS***-- REPORTS INDICATE ENORMOUS ***STRENGTH*** AND--

THAT'S MY ***BOY...***

***WITHIN MOMENTS, AT THE AFORE-MENTIONED SCENE OF THE CRIME...***

THERE SEEMS TO BE A ***COMMOTION*** OF SOME SORT BELOW--AND SOME INSTINCT TELLS ME I SHOULD BECOME ***INVOLVED.***

BUT...

ANTIQUES

ANTIQ

WHAT...? SPIDER-MAN! THEN MY INSTINCT WAS CORRECT!

IF THIS AFFAIR CONCERNS SPIDER-MAN, IT MOST CERTAINLY CONCERNS ME!

SLIM HEELS DIG INTO THE WINGED STALLION'S SIDES, AND WITHOUT A SOUND, ARAGORN REELS AND DROPS TOWARD THE STREET, WHERE...

--I CAN HELP, LIEUTENANT. IF THE MAN I THINK IS IN THERE, REALLY IS IN THERE, YOU CAN'T HANDLE HIM YOURSELVES.

OH, YEAH? WELL LET ME TELL YOU, BUSTER--I --HUH?

WHO ON EARTH--?

MY NAME IS VALKYRIE, AND I AM A DEFENDER. A FRIEND OF MINE, NIGHTHAWK, TOLD ME OF YOUR STRUGGLE, SPIDER-MAN.

I'M HERE TO HELP.

THANKS, BUT NO THANKS, LADY.

METEOR MAN IS MY RESPONSIBILITY --AND MINE ALONE!

NOW MISSIE-- WHERE DO YOU THINK YOU'RE GOING?

IF THAT COSTUMED NUT WANTS TO KILL HIM-SELF, THAT'S HIS BUSINESS. BUT YOU-- YOU'RE A LADY, AND I CAN'T--

WAIT--!

UNHAND ME, MAN. I TOLD YOU-- I AM VALKYRIE--

--AND I DO WHAT I WANT!

MEANWHILE, INSIDE THE DARK ANTIQUE SHOP, A CERTAIN WALL-CRAWLER IS MAKING AN UNEASY DISCOVERY...

MY SPIDER-SENSE IS WARNING ME OF DANGER--YET, BECAUSE OF ALL THESE OBJECTS, I CAN'T TELL WHERE THE DANGER'S COMING FROM!

I ONLY KNOW IT'S LIKELY TO HIT ANY MINUTE--! IT COULD EVEN STRIKE--

SCRRAASSH!

NOW!

YOU WERE WARNED, SPIDER-MAN, BUT YOU WOULDN'T LISTEN!

NOW YOU'LL PAY THE PRICE OF YOUR OBSTINACY --IN FULL!

I DON'T THINK SO, METEOR MAN! IF ANYONE IS TO PAY A PRICE--

chapter three

# The SAVIOR SYNDROME!

--IT IS YOU.

THINK HARD BEFORE YOU ACT, MY FRIEND. DRAGON-FANG STRIKES SWIFTLY AND DEEP.

YOU MIGHT BE WISE TO SURRENDER.

TO A WOMAN? DON'T BE ABSURD.

VERY WELL. PREPARE YOURSELF, METEOR MAN...

...VALKYRIE STRIKES!

MY THANKS FOR THE WARNING, FEMALE--

IT MAKES MY STRATEGY SO MUCH LESS COMPLICATED.

UNNNHHH!

KRRUTTINNINGCH!

BROPP!

JUST AS I'D *EXPECT* FROM A MAN: AN ATTACK FROM *BEHIND!*

I'LL ADMIT MY MISTAKE IN TREATING YOU *HONORABLY,* MASKED MAN...!

I WON'T MAKE THAT MISTAKE *AGAIN!*

*POW!*

SAY, YOU'RE NOT *BAD,* BLONDIE. WHERE'D YOU LEARN THE FANCY *FIST WORK?*

YOU MIGHT SAY I WAS *BORN* WITH THE KNOWLEDGE, SPIDER-MAN.

WHAT SHALL WE *DO* WITH THIS PIECE OF *HUMAN RUBBISH?*

DO? YOU'LL *DO NOTHING* WITH ME, WOMAN--

*NOTHING!*

*KRASSH!!*

*LOOK OUT!*

SHEESH! HE JUMPED RIGHT THROUGH THE STOREFRONT *WINDOW*--OUT INTO THE *NIGHT SKY!*

ALL OF A SUDDEN, I KNOW WHY HE CALLS HIMSELF *METEOR MAN:*

HE MOVES LIKE A HUMAN *ROCKET!*

SPIDER-MAN... OVER *HERE...!*

YOU'RE THE **OWNER** OF THIS SHOP, RIGHT? CAN YOU TELL US WHAT THAT BOZO **WANTED** HERE?

THERE WAS A STATUE--A SMALL **FIGURINE**--HUNDREDS OF YEARS OLD--!

LET ME **GUESS**..

--THE FIGURINE WAS MADE FROM A SPECIAL KIND OF **STONE**, RIGHT?

THE RUBINBACH VENUS IS **WORLD-FAMOUS**, YOUNG MAN-- IT WAS SCULPTED FROM THE REMAINS OF A **METEOR** WHICH FELL IN RUSSIA TWO HUNDRED YEARS AGO!

**BINGO!**

YOU THINK THERE'S A **CONNECTION** BETWEEN THE METEOR OF THIS **VENUS STATUETTE** --AND THE **METEOR MAN**?

I **KNOW** IT, VALKYRIE.

**HEY!** WHERE DO YOU THINK--

--YOU'RE GOING--?

YOU SEE, METEOR MAN FIRST **GOT** HIS POWERS FROM A GAS TRAPPED **INSIDE** A METEOR HE DISCOVERED.*

SINCE THEN HE'S BEEN TRYING TO FIND **MORE** METEORS WITH SIMILAR GASES--

--PROBABLY TO **INCREASE** THE POWERS HE ALREADY **HAS!**

THERE GOES MY **SPIDER-SENSE** --AND THERE, AGAINST THOSE **CLOUDS**--!

THE **METEOR MAN!**

*BACK IN SPIDER-MAN #36.--LEN.

PRAISE THE MIRACLES OF *GOD.*

*OUR HEROES' ARE **NOT** THE ONLY EYES TO NOTICE THE METEOR MAN'S SILHOUETTED FIGURE; ON A STREET CORNER NOT FAR FROM AN ABANDONED **CHURCH,** JEREMIAH AND HIS INNOCENTS **ALSO** OBSERVE THE FLEEING VILLAIN...*

WE GO OUT IN SEARCH OF THE PAGAN CALLED ***SPIDER-MAN,*** THE INFIDEL WHO WILL BE FIT ***SACRIFICE*** TO OUR LORD--

--AND LO, WE ***FIND*** HIM. BUT, WHAT IS EVEN ***MORE*** IMPORTANT--

*"--WE FIND YET **ANOTHER** GIFTED PAGAN, WHO MAY PROVE AN EVEN MORE **VALUABLE** SACRIFICE THAN OUR FIRST CHOICE!"*

*HIGH ABOVE THE CITY STREETS, OUR FEATURED PLAYERS ARE UNAWARE OF THE **ATTENTION** THEY RECEIVE--*

*WHICH MIGHT BE ALL TO THE **BEST**--*

*--SINCE IT WOULD **DISTRACT** THEM--*

*--AT A TIME WHEN DISTRACTIONS COULD PROVE **FATAL!***

***HAH!*** HOW MANY TIMES MUST I ***DEFEAT*** YOU, WALL-CRAWLER, BEFORE YOU ACCEPT THE ***TRUTH?***

***TWICE?*** ***THREE*** TIMES? A ***DOZEN TIMES?*** OR PERHAPS--

--ONLY ONCE: BY KILLING YOU!

IT'S NO GOOD! I CAN'T FIGHT HIM UP HERE --THERE'S NO WAY I CAN GET LEVERAGE-- OR BALANCE MYSELF--!

THIS IS IT-- I CAN'T HOLD ON MUCH LONGER!

THA AK!

I SHOULDN'T HAVE ALLOWED SPIDER-MAN TO ATTACK FIRST!

NOW I HAVE NO CHOICE--! IF MY FRIEND IS TO SURVIVE--

PUT THAKKK!

SPOOM!!

--DRAGONFANG MUST BITE!

NO! MY BALLOON--YOU SHATTERED MY BALLOON--!

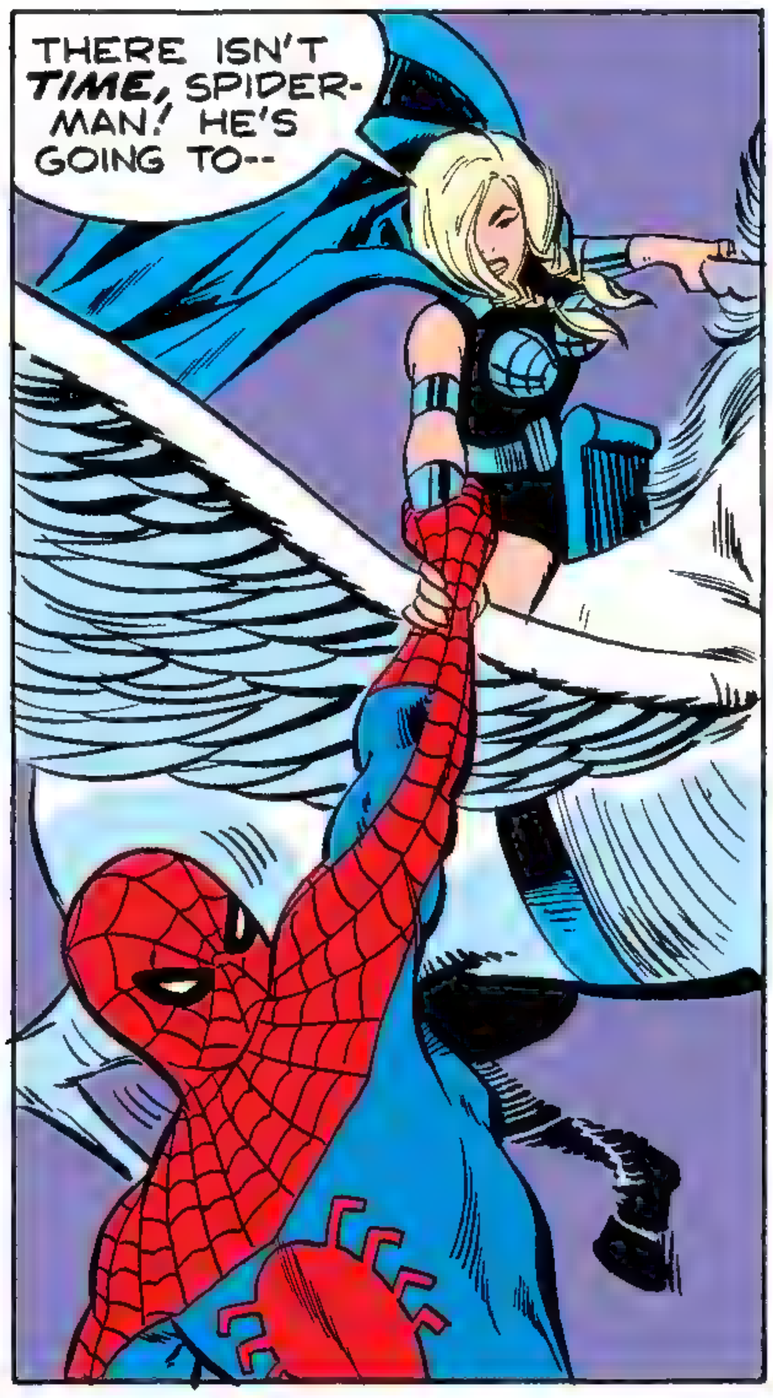
EVERYBODY'S BALLOON HAS GOT TO BREAK SOMETIME, PAL!

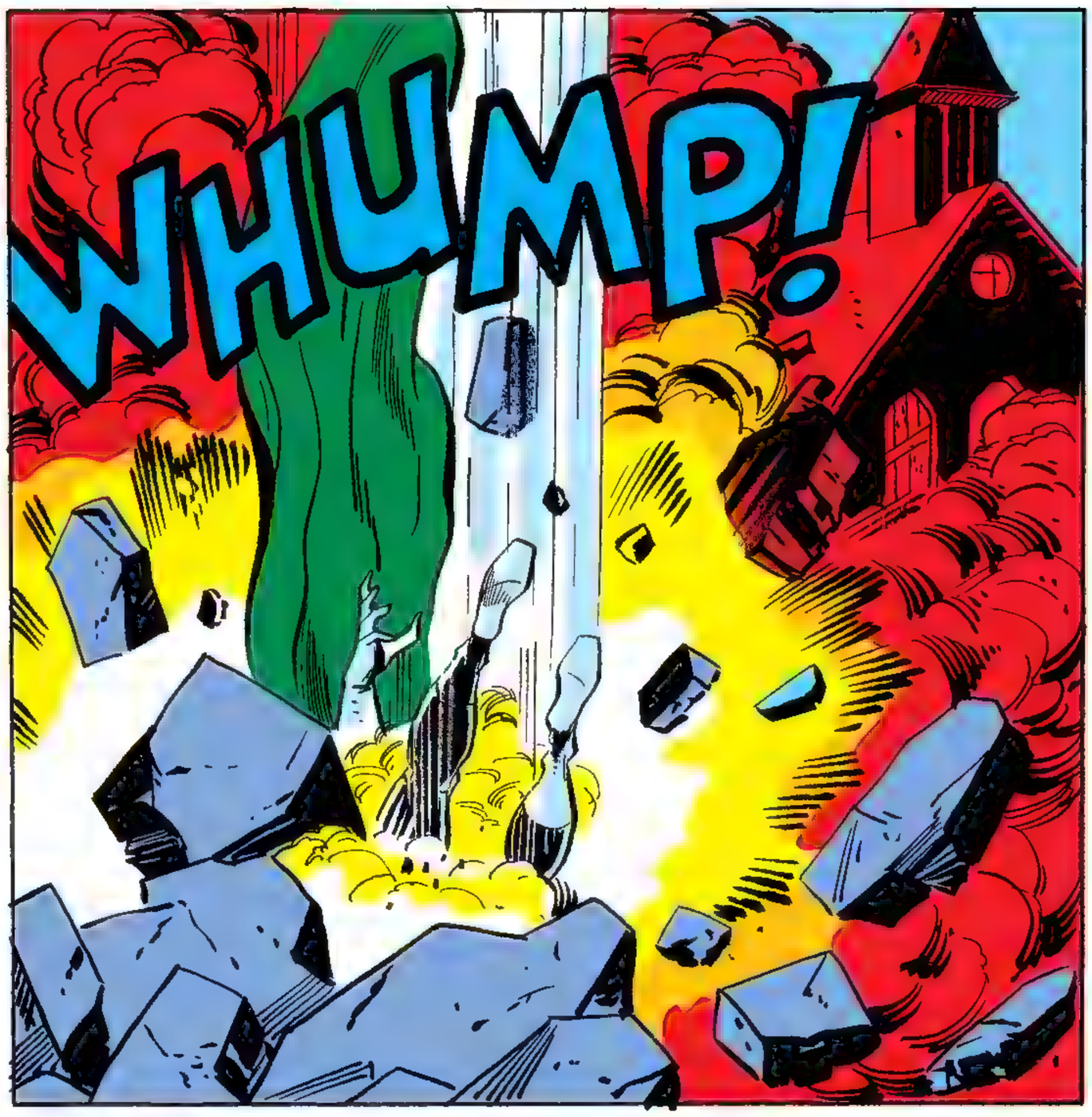
SHUUUUSHHH

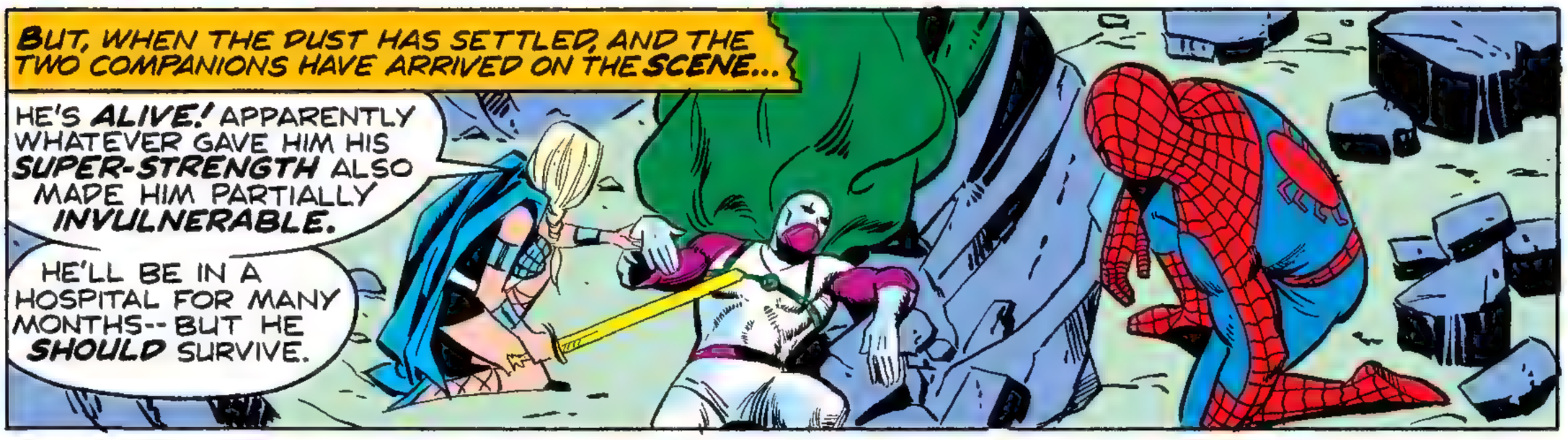
TRY TO SEE IT PHILOSOPHICALLY!

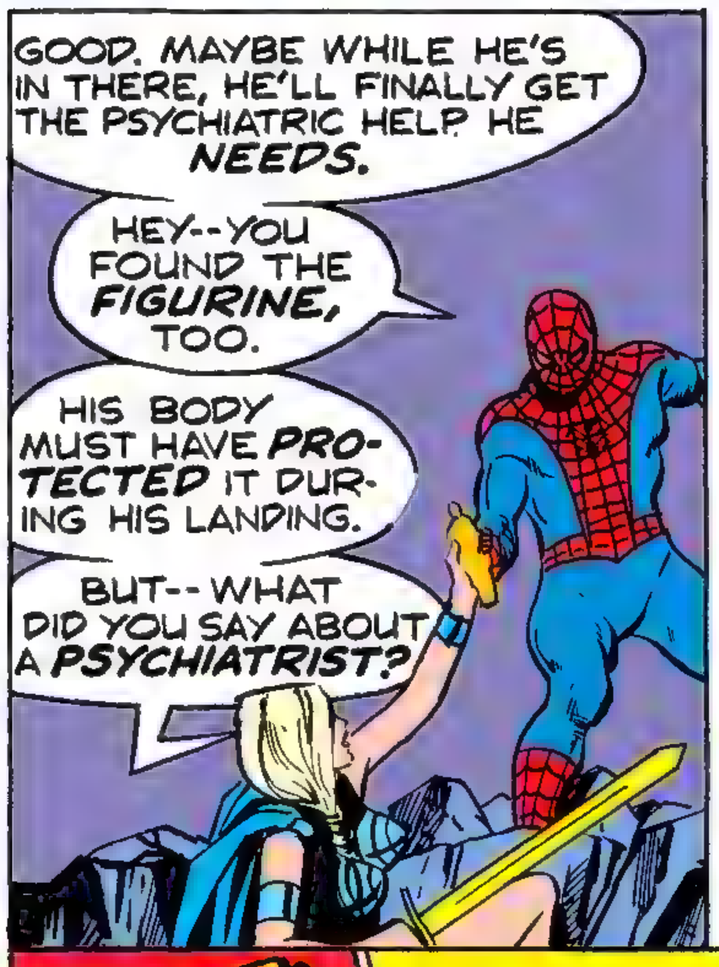
CAUGHT YOU!

AND, LADY-- I'M GLAD YOU DID! NOW HOW ABOUT GRABBING METEOR MAN?



NEXT: THE MAN CALLED JEREMIAH!

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# MARVEL TEAM-UP™

FEATURING

## THE HUMAN TORCH™ AND DOCTOR STRANGE™

FIGHT ON, JOHNNY STORM! UNLESS WE DEFEAT THIS DEMONIC HORDE--

--THE VALKYRIE SHALL DIE!

THE WOMAN MUST DIE--AS WILL YOU--BY THE HAND OF JEREMIAH!

GK/AM

IT'S A SUPERNATURAL SHOCKER!

## BLOOD CHURCH!

Stan Lee PRESENTS: THE TORCH™ AND DOCTOR STRANGE™ ..TOGETHER!

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# BLOOD Church!

THERE, WITHIN THE MILKY DEPTHS OF THE ORB OF AGAMOTTO: THE ONE I SEEK!

ONLY HE CAN AID ME NOW!

## chapter one DARK IMMORTAL

"THE HUMAN TORCH: POSSIBLY THE MOST POWERFUL MEMBER OF THE FANTASTIC FOUR, NEXT TO THE MONSTROUS THING.

"HE APPEARS TO BE ATTACKING A PAIR OF COMMON CRIMINALS, CAUGHT IN THE COMMISSION OF A THEFT.

JEWELRY

"INTRIGUING. I WOULD HAVE THOUGHT SUCH DISPLAYS OF VIRTUOSITY TOO IMMATURE FOR JOHNNY STORM.

"STILL, HE IS BUT A YOUTH--

"--AND MUST BE EXCUSED HIS MOMENTARY ENTHUSIASMS.

HE'S TRAPPED THE CRIMINALS IN A FIRE-RING.

"YES...HE IS THE MAN I NEED..."

WITH A SIMPLE, ALMOST LANGUID GESTURE, THE TALL MAN RETURNS THE MYSTIC ORB TO ITS PEDESTAL.

HE FROWNS THOUGHTFULLY, EYES REFLECTING HIS PREOCCUPATION.

SO.

SPIDER-MAN HAS DISAPPEARED FROM NEW YORK--VANISHING SOON AFTER HE AND THE VALKYRIE DEFEATED THE MENACE OF THE SELF-STYLED METEOR MAN.*

VALKYRIE HAS ALSO VANISHED, WITHOUT A WORD TO ME OR ANY OTHER DEFENDER.

IT SEEMS I HAVE NO CHOICE.

* SHOWN LAST ISSUE.--LEN.

SEVERAL TIMES IN THE PAST, JOHNNY STORM HAS TEAMED WITH SPIDER-MAN ...AND AS FAR AS I KNOW, IS THE WALL-CRAWLER'S ONLY TRUE FRIEND.*

BUT--DARE I INVOLVE HIM IN THIS MYSTERY, IF WHAT I SUSPECT--IS REALITY?

* AS FAR AS DOC KNOWS.--LEN.

IT SEEMS THAT NO MATTER *WHERE* I TURN THESE DAYS--I CONFRONT AN *ENIGMA*--

--COMPOUNDED OF A MORAL *MYSTERY*--

--BORN OF A COSMIC *DILEMMA!*

STEPHEN... ARE YOU *WELL?*

YOU SEEMED SO *DISTANT* A MOMENT AGO. CAN I *BRING* YOU SOMETHING?

NO, CLEA. SOMETIMES I BECOME *WEARY* WITH THE WORLD. IT PASSES.

THERE ARE DECISIONS--WHICH ARE MORE *DIFFICULT* THAN OTHERS.

CAN I *HELP?*

YOU *HAVE* HELPED, CLEA--SIMPLY BY *BEING* HERE.

YOU'VE FIRMED MY *RESOLVE,* FOR YOU'VE REMINDED ME OF MY *RESPONSIBILITY* AS A MASTER OF THE MYSTIC ARTS--

IT'S A RESPONSIBILITY I CAN DEFER *NO LONGER.*

LIFTED ON HIS *CLOAK OF LEVITATION,* THE MAGE CALLED *DR. STRANGE* RISES HIGH OVER THE SUNLIT STREETS OF *NEW YORK...*

...SWOOPING ABOVE THE CONCRETE CANYONS TOWARD A *RENDEZVOUS* WITH:

THE *HUMAN TORCH!*

HEY, IF IT ISN'T OLD ***DOC STRANGE!***

WHAT BRINGS YOU TO ***THIS*** PART OF THE CITY, DOC? I THOUGHT YOU HUNG OUT IN ***GREENWICH VILLAGE!***

***YOU*** DO, JOHNNY STORM.

AN... ACQUAINTANCE OF ***MINE*** WAS LAST SEEN WITH AN... ACQUAINTANCE OF ***YOURS.***

HER NAME IS ***VALKYRIE;*** HIS ***SPIDER-MAN.***

THEY'VE SINCE DISAPPEARED-- ***BOTH*** OF THEM.

DON'T LOOK AT ***ME,*** DOC. ***I*** DIDN'T TAKE THEM!

PLEASE...THIS ISN'T A TIME FOR ***FLIPPANCY.***

YOU ***KNOW*** SPIDER-MAN. YOU UNDERSTAND HIS WAY OF ***THINKING.***

WILL YOU HELP ME LOCATE ***VALKYRIE?***

WHY NOT? I'VE GOT NOTHING ***BETTER*** TO DO RIGHT NOW.

ANY CLUES WHERE THEY MIGHT HAVE ***GONE?***

"JUST TWO," DOCTOR STRANGE REPLIES...

THEY WERE INVESTIGATING A MAN NAMED ***NORTON FESTER***--THE ***METEOR MAN.***

YOU MIGHT EXAMINE FESTER'S OLD APARTMENT IN ***HARLEM.*** I'LL TALK WITH THE ***POLICE.***

***GOOD LUCK,*** DOC.

GOOD LUCK TO ***YOU,*** MY YOUNG FRIEND.

SOON, ON A SIDESTREET IN THE *MORNINGSIDE PARK* SECTION OF MANHATTAN...

TERRIFIC *NEIGHBORHOOD* THIS FESTER GUY LIVED IN.

*IF* HE LIVED HERE--

--AND FROM THE *LOOK* OF THIS OLD APARTMENT OF HIS, IF HE EVER DID, HE *HASN'T* IN A LONG TIME.

STILL, THIS IS THE PLACE--AT LEAST ACCORDING TO THE LAST *ADDRESS* FESTER HAD.

SAY, WHAT'S THAT *SMELL?*

...LIKE SOME SORT OF *INCENSE?*

MISTER... WILL YOU HELP ME...

*WHAT--?*

I'M *FRIGHTENED,* MISTER.

JEREMIAH SAYS WE SHOULDN'T EVER BE FRIGHTENED, IF WE'RE INNOCENTS OF *GOD--*

-- BUT MISTER, I'M *SCARED.*

A KID...? WHAT ARE YOU DOING *HERE,* FELLA?

JEREMIAH SAID I WAS TO *WAIT...*

...IN CASE SOMEBODY CAME LOOKIN' FOR THE *GIRL?*

GIRL? *HOLD ON--*

WHAT DOES SHE **LOOK** LIKE, THIS GIRL YOU'RE TALKING ABOUT?

LIKE A **GIRL.**

YOU'RE NOT BEING **RESPONSIVE,** KID. GIVE ME HER **DESCRIPTION.**

WELL... KINDA **TALL...** REAL **PALE** BLOND HAIR.

UH...OH, YEAH. SHE WORE A FUNNY **COSTUME,** WITH THIS **SWORD...**

IS **SHE** THE ONE YOU'RE LOOKING FOR, MISTER?

YOU **BET.** I'M GLAD I CAUGHT YOU BEFORE YOU REPORTED TO THIS **JEREMIAH** FRIEND OF YOURS, FELLA.

WHY, MR. STORM-- WHATEVER GAVE YOU THE IDEA YOU **HAD.**

HUH? WHO THE--

AS TIMOTHY **TOLD** YOU, MR. STORM-- **MY NAME IS JEREMIAH--**

**YUNNHHHH!**

TAKE HIM TO THE **CHURCH,** MY CHILDREN.

THIS EVENING, WE'LL HAVE **TWO** SACRIFICES TO OFFER--ON THE HOLY ALTAR OF **GOD.**

AND I AM THE LAST TRUE **PROPHET** OF THE **LORD!**

# CHAPTER TWO: "CHURCH OF BLOOD!"

FOR AN UNKNOWN LENGTH OF TIME, JOHNNY STORM DWELLS IN *DARKNESS*.

THEN, WHEN THE DARKNESS FINALLY *FADES*... HE FINDS HIMSELF AWAKE IN THE MIDST OF *MADNESS!*

*HEAR ME, O INNOCENT ONES!*

*HEAR YOUR PROTECTOR, WHO BRINGS YOU THE WORD OF GOD!*

HOLY *COW...!* WHAT SORT OF WEIRD SCENE IS *THIS...?*

PRAISE BE *THE LORD!* PRAISE BE THE WORD OF HIS *PROPHET!*

ALMIGHTY GOD HAS GIVEN US THIS *GIRL* FOR USE AS A *SACRIFICE* TO HIS PERFECT *MAJESTY--*

--THAT WE MIGHT EXPRESS OUR *LOVE* FOR HIS GLORY--

--AND GAIN GLORY FOR OURSELVES-- *FOR ALL TIME!*

"TO GAIN THIS GLORY, WE MUST ACT *RUTHLESSLY* AND WITHOUT *MERCY*. I AM THE *PROPHET OF GOD*, AND I PROCLAIM -- *THE GIRL MUST DIE!*"

NUTS TO *THAT* IDEA, BOZO!

*FLAME ON!*

YOU AGAIN! WASN'T ONE LESSON ENOUGH, CHILD?

MUST YOU BE TOUCHED TWICE BY THE SWORD OF GOD?

WHAT'S WITH YOU PAL? ARE YOU FOR REAL, OR JUST PLAIN--

--CRRAAZZZZYYYYUUNNHHH!

ZOTZ!

I AM ANYTHING BUT INSANE, CHILD. I AM POWER!

...THE POWER OF THE LORD.

RETIE HIM.

AND THIS TIME--DOUSE HIM WELL WITH HOLY WATER.

AND THE CEREMONY CONTINUES...

...CHILDREN DANCING TO FRENETIC MUSIC...

...THE RITUAL SLOWLY BUILDING TO A BLOODY, DEADLY CLIMAX..!

STATE PRISON:

CAN'T LET YOU *SEE* HIM, SIR. WE'VE ONLY HAD HIM BACK A FEW *HOURS*--

--AND EVEN IF WE *DID* LET YOU IN, THERE'S NOT MUCH HE COULD *TELL* YOU.

HE'S NOT THE MODEL PRISONER HE *ONCE* WAS, I ASSURE YOU.

WARDEN, IT IS *IMPERATIVE* I MEET WITH *NORTON FESTER!*

A WOMAN'S *LIFE* MAY--

WAIT.

I SENSE-- *DANGER.*

YOU WILL *EXCUSE* ME, WARDEN.

OTHER MATTERS COMMAND MY *ATTENTION.*

I MUST *LEAVE*

NOW, *HOLD ON* A MINUTE, FELLA--

STEPHEN STRANGE *DOES NOT* "HOLD ON."

THE VIBRATIONS WHICH THRUM THROUGH HIS MIND ARE TOO *URGENT* TO IGNORE--

THEY ARE *SO* URGENT--

--HE FINDS HE MUST RELEASE HIS *ASTRAL FORM*--

--IN ORDER TO *ANSWER* THE CALL FOR AID, WHICH HE CAN SENSE ON ONLY A *SUBLIMINAL* LEVEL!

AT THE SPEED OF *THOUGHT,* HIS ASTRAL FORM MOVES SWIFTLY *SOUTHWARD*--

--TO *MANHATTAN ISLAND,* WHERE HE FINDS:

A MONSTROUS *SPECTRE OF EVIL*--- LOOMING OVER THE CITY!

IT EXISTS SOLELY ON THE *ASTRAL PLANE*-- BUT I FEEL IT GROWING *STRONGER* BECOMING ALMOST *SOLID*--

--FEEDING ON SOME POTENT MYSTIC ENERGY!

MORE THAN THIS, I ALSO SENSE--THE VALKYRIE!

THERE CAN BE NO OTHER CHOICE--

--THE SPECTRE'S ASTRAL PLANE MUST BE ENTERED!

BY THE HOARY HOSTS OF HOGGOTH!

VAL!

STUNNED SPEECHLESS BY THE SCENE WAVERING MYSTICALLY BEFORE HIM, STEPHEN STRANGE HANGS MOTIONLESS IN THE GRAY DARKNESS OF THAT OTHER ALIEN SKY...

AND THOUGH HE IS NOT PRESENT IN CORPOREAL FORM--

--HE CAN ALMOST FEEL HIS MOUTH GO DRY AND HIS HEART POUND AS THE WOMAN WARRIOR CALLED VALKYRIE CRIES--

STEPHEN-- HELP ME!

BEFORE HE BECAME A MASTER OF THE MYSTIC ARTS, STEPHEN STRANGE WAS A ***DOCTOR,*** A MAN OF ***MEDICINE.***

FOR A TIME, HE LOST ***SIGHT*** OF HIS DUTIES AS A DOCTOR--BUT ONLY FOR A ***TIME.***

HE HAS ***NEVER*** RESISTED A CRY FOR AID--

AIDING HAS BECOME A ***REFLEX*** FOR STEPHEN STRANGE.

*PAIN... **AGONY.** MUST **STOP** PAIN.*

*CREATURE BRINGS PAIN. STOP **CREATURE.***

*CREATURE...YOU... WILL **DIE.***

RELEASE THE FEMALE AND THE PAIN WILL ***END,*** DEMON.

*FEMALE CANNOT GO. FEMALE BELONGS TO **ORUTHU.***

STEPHEN, I CAN'T ***FIGHT*** THEM!

THIS WORLD HAS ***WEAKENED*** ME SOMEHOW--!

"THERE'S NO ***NEED*** FOR YOU TO FIGHT THEM, VAL," DOCTOR STRANGE REPLIES.

"A SIMPLE SPELL OF ***DESTRUCTION--***

"--AND THE DEED IS DONE."

THE VALKYRIE SMILES, *RELIEVED*, AND TURNS HER SMILE *TOWARD* THE APPROACHING STEPHEN STRANGE.

SUDDENLY, THEN, SHE *STIFFENS*-- AND SHUDDERS AS A *CHILL* PASSES THROUGH HER FURTHEST LIMBS.

STEPHEN, I--

I-I'M *DISSOLVING*! WHAT'S HAPPENING TO ME, STEPHEN STRANGE? MY BODY--TURNING TO *MIST*--!

IS THIS *MADNESS*?

IN THE NAME OF *MERCY*, HAVE I FINALLY GONE--

--INSANE--?

*NO!* THE VALKYRIE HAS *RETURNED* TO THE MUNDANE PLANE OF EXISTENCE--!

THUS, IF I AM TO *FREE* HER, I TOO MUST RETURN TO WHAT MEN CALL *REALITY*.

ONLY THEN WILL I LEARN THE *REASON* FOR THE VALKYRIE'S TRANSMISSION TO THIS *DIMENSIONAL LEVEL*.

I *PRAY* THAT SUCH LEARNING DOES NOT COME--

--*TOO LATE* TO SAVE THE VALKYRIE, BUT MAYBE I CAN BLAST THAT JEREMIAH CREEP BEFORE HE HURTS ANYONE *ELSE!*

I WISH I COULD HAVE STOPPED HIM FROM MAKING HER *VANISH* LIKE THAT--

--I ONLY HOPE SHE'S *SAFE* WHEREVER SHE VANISHED *TO*--

# CHAPTER THREE: THE FLAMES OF BATTLE!

AFTER THAT HOLY WATER DOUSING THOSE *KIDS* GAVE ME, I CAN HARDLY BRING MYSELF UP TO *HEAT*--

--BUT I'VE GOT TO *TRY*--

BECAUSE IF I *DON'T*--

--*OTHER* INNOCENT PEOPLE MIGHT BE DESTROYED BY THIS *MADMAN*--

--*INCLUDING ME!*

EASY--

--EASY--

FLAME ON!

OKAY, BUSTER --I'M READY FOR YOU, *THIS* TIME.

I DON'T KNOW *WHERE* YOU GOT THAT *EYE-BLAST* POWER, AND I DON'T *CARE*--'CAUSE THERE'S NO WAY I'M GOING TO LET YOU *NEAR* ENOUGH TO *USE IT!*

AND IF YOU THINK I'M JUST SHOOTING MY *MOUTH* OFF, YOU CAN--

*VALKYRIE!*

BUT--I THOUGHT--

YOU THOUGHT SHE WAS *GONE*--AND WELL SHE *SHOULD BE!*

SOME *MYSTIC FORCE* INTERFERED WITH MY *INCANTATION*--

--BUT I ASSURE YOU, IT WILL *NOT* INTERFERE *AGAIN!*

AND VERY SHORTLY--*NEITHER WILL YOU!*

EH? ARE YOU SO *BLIND* YOU ATTACK AN *ALTAR* INSTEAD OF THE *PRIEST!*

DESTROYING YOU WILL BE--EXCUSE THE PUN--*CHILD'S PLAY--*

--FOR YOU ARE MORE OF A CHILD THAN THESE *INNOCENTS* WHO OBEY MY COMMANDS, AND SUPPLY ME WITH *POWER!*

INDEED, YOU ARE A *FOOL--*

--AND THE ETERNAL *REWARD* FOR FOOLS--

ZAZOOM!

*"--IS DESTRUCTION!"*

LIKE I SAID, PAL--YOU'RE NOT GOING TO *TOUCH* ME!

I CAN FLY *RINGS* AROUND THOSE POWER-BLASTS, AND I WILL, UNTIL YOU--

HUH? THOSE *KIDS--*

THEY ACT LIKE THEY'RE WAKING FROM A *TRANCE!*

NOW I UNDERSTAND, AND I FEEL LIKE A CLOD FOR NOT GETTING IT SOONER!

YOU'RE FEEDING OFF THESE KIDS, JEREMIAH! YOU DRAW THEM UNDER YOUR CONTROL WITH THIS FAKE RELIGION--

--AND THEN YOU LEECH ENERGY FROM THEM SOMEHOW, SOMEWAY!

THAT'S GOING TO STOP, PROPHET-MAN--

--AND THE FIRST STEP IS CUTTING YOU OFF FROM YOUR "INNOCENTS" --WITH A WALL OF FLAME!

SATAN TAKE YOUR SOUL!

IT'S TRUE, THESE CHILDREN ARE FUNNELS FOR MY POWER, BUT THAT POWER COMES FROM THE LORD--

--AND THESE CHILDREN ARE BELIEVERS IN THE LORD--

--AND IF I COMMAND IT--

--THEY'LL BE MARTYRS FOR THE LORD, AS WELL!

NO!

YOU'VE GOT THEM HYPNOTIZED! I CAN'T LET YOU KILL THEM --HAVE THEM WALK INTO THE FLAME--

--SO I'LL HAVE TO TRY *SOMETHING ELSE*, WHICH BRINGS US *BACK* TO--

ZAAM!

--THIS!

THE LORD IS MY *SHEPERD*, HEATHEN *CLOWN!* HE PROVIDES ME WITH *WISDOM* AND *PROTECTION!*

ARE YOU SO *MAD* YOU THINK YOU CAN MATCH *HIS* POWER?

ZAA-

ZOOM

I'M DOING A FAIR JOB *SO FAR*, JEREMIAH!

LET'S SEE WHAT HAPPENS WHEN I *REALLY* POUR IT ON!

*NOTHING* HAPPENS, ARROGANT YOUTH!

I MERELY STEP TO ONE *SIDE*, AND WHILE YOU CONTINUE TO ATTACK THE PLACE WHERE I *WAS*--

ZOMM!

--I STRIKE AND *DESTROY*, FOR THE *GLORY* OF THE LORD!

AND NOW THE *SACRIFICE--*

***HOLD!***

THIS *CHARADE* HAS CONTINUED FAR TOO LONG *ALREADY--*

IT IS TIME THE FARCE CAME TO AN *END*, AND THE PROPHET STAND REVEALED, AS A *FRAUD.*

HAD I ARRIVED *SOONER,* MUCH SUFFERING WOULD HAVE BEEN *AVOIDED*-- BUT WHAT IS, *IS.*

AND *YOU,* "JEREMIAH"--ARE A *CHARLATAN!*

YOU PRETEND TO A *MYSTIC STRENGTH,* BUT YOUR ABILITY IS MERELY THAT OF A *MUTANT--*

A *PROTO-PATH,* ONE WHO CAN *UTILIZE* THE MENTAL ENERGIES OF ANOTHER HUMAN--

--AS *YOU* HAVE USED THE ENERGIES OF THESE IGNORANT *CHILDREN.*

***BLASPHEMY!***

I *AM* THE PROPHET OF THE LORD, PHILISTINE!

HE IS MY *GLORY* AND MY *NIGHT--*

--AND IF YOU DON'T *BELIEVE* THAT--

I'LL ***KILL*** *YOU!*

YOU WILL KILL *NO ONE,* "PROPHET."

INSTEAD, YOU MAY *JOIN* THE GOD YOU WORSHIP--

"--AND MAY YOU BE *PLEASED* WITH HIM, AND *STAY* WITH HIM--

"--THROUGHOUT ALL *TIME!*"

VAL... ARE YOU ALL RIGHT? ARE YOU INJURED *PHYSICALLY*...?

I DON'T *THINK* SO, STEPHEN.

ONLY MY *PRIDE* IS HURT. I FEEL LIKE A *WEAKLING*--TO LET MYSELF BE *CAUGHT* AND *TRUSSED*--!

HEY, *DOC*-- JEREMIAH'S FOLLOWERS ARE *WANDERING OFF.*

ANY IDEAS ON WHAT WE SHOULD *DO* WITH THEM.

I SUGGEST WE DO *NOTHING*, JOHNNY. THEY WERE TRULY *INNOCENTS* IN THIS MATTER.

AND *JEREMIAH?* WHAT ABOUT *HIM*, DOC?

DO WE JUST LET HIM *GO?*

HARDLY.

WE NEED NO LONGER *CONCERN* OURSELVES ABOUT THE SELF-STYLED PROPHET, JEREMIAH.

LIKE *ALL* WHO PRETEND TO WORSHIP *GOD* WHILE THEY TRULY WORSHIP *THEMSELVES*--

"--JEREMIAH MUST FACE THE *ULTIMATE TRUTH:* ONE MAN'S GOD--

"--IS ANOTHER MAN'S *SATAN.* AND IN THE *FINAL* ANALYSIS, BOTH MAY BE SEEN AS THE *SAME*--

"--AND *HEAVEN* BECOMES A *POLITE* WORD FOR--

YAAAHHHHHH

"HELL!"

NEXT: SPIDEY MEETS FRANKENSTEIN!

GIANT-SIZE SPIDER-MAN

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# GIANT-SIZE SPIDER-MAN™ AND THE MAN-THING™

THE DAY YOU DEFY THE LIZARD, WEB-HEAD-- IS THE DAY YOU DIE!

SLAY HIM MY PETS!

NEW!

IT'S MUCK-MONSTER VS. REPTILE LORD AND SPIDEY IS CAUGHT IN THE MIDDLE!

## LURKER IN THE SWAMP!

# Stan Lee presents: SPIDEY and MAN-THING--TOGETHER!™

GERRY CONWAY, *AUTHOR* * ROSS ANDRU, *ARTIST* * MIKE ESPOSITO, *INKER* * ARTY SIMEK, *LETTERER* PETRA G., *COLORIST* * LEN WEIN, *EDITOR*

## BEWARE THE PATH OF THE MAN-THING!

CHAPTER 1

WITH THE SCORPION OUT OF THE WAY, I FEEL AS THOUGH I CAN *LOOSEN UP*-- FOR A *WHILE*, ANYHOW.

STILL--NEW YORK IS GETTING ON MY *NERVES*. I'VE GOT A LOT TO *THINK* ABOUT--

--AND I DON'T WANT TO DO IT *HERE!*

EVERY TIME I TURN AROUND I SEE SOMETHING THAT REMINDS ME OF *GWEN* OR *AUNT MAY.*

IF I'M TO COME TO SOME SORT OF *SANE CONCLUSION* ABOUT MY LIFE--

--I'VE GOT TO GET *AWAY* FROM ALL THAT, SO I CAN JUST SIT DOWN AND *MEDITATE.*

IMAGINE *ME,* A SWINGIN' SUPER-HERO--WANTING A QUIET PLACE IN THE *COUNTRY.*

SAY--

--MAYBE THAT *IS* WHAT I WANT!

AND MAYBE I SEE A WAY TO *GET* WHAT I WANT-- *DOWN THERE!*

THE *TV SET* IN THAT DEPARTMENT STORE WINDOW--

IT'S GOT EXACTLY WHAT I *NEED!*

WHADDAYA *KNOW!*

IT'S THE CREEP ALL THE *COPS* ARE TRYIN' TO CATCH-- OL' YELLOW-BELLIED *SPIDER-MAN!*

SORRY, CHARLIE.

I DON'T HAVE *TIME* TO SIGN AUTOGRAPHS.

HEY! YOU WANNA *FAT LIP* OR SUMTHIN'?

*NO,* FRIEND.

DO *YOU?*

FORGET I ASKED.

LOTUS VILLAGE CHINESE RESTAURANT

GOOD. I'M IN NO MOOD TO DEAL WITH A WISE-GUY.

BE A HERO ON YOUR OWN TIME, TUBBY-- NOT MINE.

--SEVERAL MONTHS AGO. RUMORS CONCERNING THE ORIGIN OF THIS BIZARRE MAN-THING ARE NUMEROUS--

--BUT SCIENTISTS AGREE, WHATEVER IT IS--THE CREATURE DEFINITELY ISN'T HUMAN.

TELL ME MORE FRIEND. I'M ALL EARS.

THIS FILM WAS TAKEN DURING THE MAN-THING'S ATTACK ON THE F.A. SCHIST CONSTRUCTION COMPANY LAST YEAR, WHEN THE CREATURE MADE ITS FIRST--

--AND, TO DATE, MOST DESTRUC-TIVE--

--APPEARANCE. SINCE THEN, THERE HAVE BEEN OVER A DOZEN SIGHTINGS OF THIS MONSTER, MOSTLY IN THE AREA OF CITRUSVILLE, FLORIDA.

IN OUR STUDIO THIS EVENING, WE HAVE TWO HIGHLY RESPECTED EXPERTS IN THE FIELD OF EXO-HUMAN BIOLOGY--

--PROFESSOR STEPHAN GRUBER AND DOCTOR HOWARD DHUCK, WHO WILL EXAMINE THE POSSIBILITY OF--

THIS MAN-THING NUMBER COULD BE MY TICKET TO SANITY.

IF I CAN CONVINCE MY EVER-LOVIN' PUBLISHER TO SEND PETER PARKER SOUTH FOR A PHOTO-FEATURE ON THAT BOG-MONSTER--

--I'LL HAVE BOUGHT MYSELF A FREE-WHEELING VACATION!

YEAH! I'LL DO IT.

THE WORST JONAH CAN DO IS THROW ME OUT OF HIS OFFICE!

PARKER, YOU'RE A *GENIUS!* I *LOVE* IT.

MS. BRANT, SEE TO IT THAT PARKER GETS A ROUND-TRIP FLIGHT TO CITRUSVILLE, FLORIDA. AND PUT HIM ON AN *EXPENSE ACCOUNT* FOR THE NEXT TWO DAYS.

NOTHING BUT THE *BEST* FOR OUR BOY, EH, PARKER?

I THINK I'M GOING TO *FAINT.*

WHATEVER YOU *SAY,* MR. JAMESON.

GOODNESS, PETER--YOU CERTAINLY CAUGHT *HIM* IN A GOOD MOOD!

I'M NOT *COMPLAINING,* BETTY. I FIGURE IT *THIS* WAY: JAMESON'S PLANNING ON COUNTING MY MY TRIP AS A *TAX LOSS.*

PETER... ABOUT *GWEN...*

UH--NOT *NOW,* BETTY. I'VE GOT AN IMPORTANT *LONG-DISTANCE CALL* TO MAKE--

"--TO DR. CURTIS CONNERS IN FLORIDA!"

HELLO? YES, THIS IS DR. CONNERS. WHO...?

OH, *PETER PARKER!* YES, SPIDER-MAN *SPOKE* ABOUT YOU LAST TIME WE MET.*

*SPIDEY AND DR. CONNERS HAVE BEEN FRIENDS SINCE *SPIDER-MAN* #6. --LEN.

--GOING TO *BE* IN FLORIDA TONIGHT, IN YOUR AREA-- NEAR *CITRUSVILLE.*

I'M DOING A PHOTO STORY ON THE *MAN-THING.*

*GREAT!* I'LL APPRECIATE YOUR HELP, SIR.

GOOD-BYE.

THE MAN-THING...? INTERESTING.

DO YOU WANT TO *TALK* ABOUT GWEN, PETER?

RIGHT NOW I WANT TO TALK *TO* MARY JANE WATSON, BETTY.

IT'S BEEN *DAYS* SINCE WE LAST SPOKE.

HEY, HEY-- *PETER!* HOW'S IT GOING, HANDSOME? WHEN WILL YOU BE UP TO *SEE* ME--?

OH.

NO, LISTEN--THAT'S *OKAY,* TIGER.

SURE. LISTEN. CATCH YOU WHEN YOU GET *BACK.*

MARY JANE, *WHO* WAS THAT ON THE PHONE?

WHAT? OH, JUST A *GUY* I KNOW, AUNT ANNA.

DEAR--IS ANYTHING *WRONG?*

WRONG? WHAT COULD BE *WRONG*--?

C'MON, AUNT ANNA. THIS IS YOUR FUN-LOVIN', FAR OUT *NIECE* YOU'RE TALKING TO.

WHAT COULD BE *WRONG* WITH OL' MJ?

TAKE IT FROM THE THE GIRL WHO *KNOWS* --I'M FINE. JUST *FINE.*

PETER, *PLEASE.* YOU'VE GOT TO TALK ABOUT IT.

HAVING GWEN *RETURN* MUST BE UPSETTING YOU *TERRIBLY.*

LET *ME* WORRY ABOUT THAT, BETTY.

WHERE IS SHE *STAYING?*

WELL, UNTIL SHE CALMS DOWN, SHE'S STAYING WITH *ME.*

I DON'T UNDERSTAND *ANY* OF THIS, PETER--EXCEPT *ONE THING:*

SHE NEEDS YOU, *DESPERATELY.*

*FACE IT,* BETTY.

DOESN'T *EVERYONE?*

I'VE *WONDERED* ABOUT THE MAN-THING SINCE HE FIRST *APPEARED.*

IN A WAY IT SEEMS *SIMILAR* TO--

*NO!* I KNOCKED OVER THAT *BEAKER--!*

*PRINK!*

IT WAS--THE EXPERIMENTAL *GAS--!* THE FORMULA--SAME FORMULA I USED *BEFORE!*

I CAN FEEL IT SEEPING INTO MY *PORES*-- AFFECTING ME-- *CHANGING ME--!*

I'VE GOT TO--*FIGHT IT.* I CAN'T LET IT AFFECT ME, THE WAY IT *ONCE* DID--!

I MUST BE *STRONG*-- *STRONG*--

--*STRONGER*--FEEL SO MORE *POWERFUL*--!

ENERGY FLOODING *THROUGH* ME-- *STIRRING* THINGS INSIDE ME--!

MY *HAND*--

--IT'S ALREADY MADE THE *TRANSFORMATION*--!

AND-- *SO HAVE I*--

*SMASH!*

*THE LIZARD LIVES AGAIN!*

THAT *SOUND* FROM CURT'S LAB--LIKE SOMETHING *BREAKING.*

I KNOW CURT DOESN'T LIKE TO BE *REMINDED* ABOUT HIS HANDICAP--BUT PERHAPS IF I--

SMASH!

WHAT ON *EARTH--?*

CURT, ARE YOU *ALL RIGHT?*

*ANSWER* ME! I HEARD SOMETHING *FALL!*

IT'S *MARTHA,* CURT--PLEASE, ANSWER--

BOM P!

EEEEEEEEE

*ONE SIDE, WOMAN!*

I HAVE TO REACH THE *SWAMP--*

--WHERE IT'S WET AND *HOT*-- WHERE I CAN *THINK*--

--AND *PLAN!*

ALL MY THOUGHTS SEEM DIM AND *MURKY*... IT'S SO HARD TO *CONCENTRATE*, SO DIFFICULT TO *REMEMBER*.

THE *SWAMP* IS WHERE I BELONG, IN ITS MOIST DARKNESS, AMID THE MOSS AND THE SOFT, WARM *EARTH*.

YES. YES, THIS IS *FAMILIAR*. THE *LIGHT* NO LONGER HURTS MY EYES...

THAT WOMAN BACK THERE-- THAT *MAMMAL*. SHE SEEMED TO *KNOW* ME. WHY? WAS SHE--CONNER'S *MATE*?

PERHAPS.

IT'S NO CONCERN OF *MINE*.

ONLY *ONE* CREATURE CONCERNS ME--THE SWAMP BEAST CALLED *THE MAN-THING*.

FOR SOME REASON, I WISH TO *FIND* THAT MONSTER--

"--AND ONCE I FIND HIM, I WILL USE HIM-- *AGAINST THE WORLD!*"

BETTY'S GOT A *NICE* NEIGHBOR-HOOD--

--A WHOLE *LOT* NICER THAN MINE ON THE LOWER WEST SIDE.

WELL, SHE CAN *AFFORD* IT.

FOR SOME REASON I'VE NEVER *UNDERSTOOD*, JONAH ALWAYS PAYS HIS *OFFICE* PEOPLE BETTER THAN HIS *REPORTERS.*

OR, IN *MY* CASE--HIS *PHOTOGRAPHERS.*

I HAVE *ENOUGH* PROBLEMS WITH MY LIFE WITHOUT WORRYING ABOUT BETTY BRANT'S *PAYCHECK.*

WELL... HERE'S HER *APARTMENT...*

I GUESS IT'S A CASE OF "*OUT OF SIGHT, OUT OF MIND.*"

BECAUSE I DON'T WORK AT THE BUGLE NINE-TO-FIVE, JAMESON JUST DOESN'T *THINK* ABOUT ME.

EITHER THAT, OR HE FIGURES HE CAN *AVOID* ME IF NECESSARY--

I MIGHT AS WELL GET THIS *OVER WITH.*

*BRING!*

--WHILE HE *CAN'T* AVOID HIS REGULAR *EMPLOYEES.*

ANYWAY, WHO *CARES?*

YES? WHO *IS* IT...?

IT'S *ME,* GWEN-- *PETER.*

I-I CAN'T *TALK* TO YOU, PETER-- I-I NEED TIME TO *THINK--!*

GWEN... ARE YOU *ALL RIGHT?*

WHAT...COULD BE *WRONG,* PETER?

I JUST... DON'T WANT TO *TALK.*

I DON'T *BELIEVE* YOU, GWEN.

IS IT SOMETHING I *DID*--

--THE WAY I'VE BEEN *BEHAVING?*

10-C

THAT'S WHY I'M *HERE.* I WANT TO--*APOLOGIZE.*

I ACTED LIKE A *FOOL* WHEN I FIRST REALIZED YOU WERE *ALIVE**--

10-C

**SPIDER-MAN #145.* --LEN.

--AND I'M *SORRY.*

PETER...OH, PETER, I'VE BEEN SO *CONFUSED.*

HAVEN'T WE *ALL?*

*HOLD* ME, DARLING. I NEED YOUR ARMS AROUND ME.

*SURE,* GWEN. SURE.

--STILL INSIST, PRICE-WAGE CONTROLS ARE *NOT* THE WAY TO RETURN OUR ECONOMY TO PRE-1968 LEVELS. IF WE--

HUH? OH--YOU'VE GOT THE TV ON.

YES--AND THAT'S PART OF THE *PROBLEM,* PETER--!

THIS MAN WHO'S *PRESIDENT*--I'VE NEVER *SEEN* HIM BEFORE. I DON'T EVEN KNOW HIS *NAME!*

IT'S *FORD*-- LIKE IN THE *CAR.*

THAT'S NOT THE *POINT,* PETER! DON'T YOU *SEE?*

I'VE LOST *TWO YEARS* OF MY LIFE--

--IF IT *IS* MY LIFE--IF I'M NOT-- *GOING MAD!*

I WISH I KNEW, GWEN... FOR *BOTH* OF US.

PETER-- WHAT AM I GOING TO *DO?*

WHAT AM I GOING TO DO...

CHAPTER 2

# THE LURKER IN THE SWAMP!

IT'S FINALLY *HAPPENED,* HASN'T IT, EDMOND. AFTER ALL THESE YEARS OF MAKING ENDS MEET--OF LIVING HAND TO *MOUTH*--

--YOU'VE GONE *BANKRUPT*--

--AND IT'S *OVER.*

ALL OF IT IS *OVER.*

"IF YOU'RE **HONEST** WITH YOURSELF, YOU HAVE TO **ADMIT**...

"IN A WAY, YOU'RE **RELIEVED.**

"THAT'S WHY YOU'VE COME TO **FLORIDA**, ISN'T IT?"

YOU'RE **GLAD** IT'S ENDED--

"--BECAUSE NOW YOU DON'T HAVE TO **FIGHT** ANYMORE."

YOU CAN JUST LIE DOWN AND **DIE**--AND NO ONE WILL REALLY **BLAME** YOU.

AFTER ALL, NOW YOU'RE A CERTIFIED **FAILURE**...

"AND, JUST AS YOU CAN'T ARGUE WITH **SUCCESS**--

"--YOU CAN'T DISAGREE WITH A MAN WHO'S **FAILED.**"

I FEEL BAD ABOUT **DOROTHY**, THOUGH --AND ABOUT OUR **DAUGHTER.**

I SUPPOSE THAT'S ONLY **NATURAL.**

"AT LEAST, IF I DIE--AND MAKE IT LOOK LIKE AN **ACCIDENT**--THEY'LL GET MY **INSURANCE**--"

--BEFORE IT **RUNS** OUT.

"IN THE NAME OF **HEAVEN**... WHAT **HAPPENED** TO MY LIFE? WHERE DID I LOSE MYSELF? WHEN DID EVERYTHING **FIRST** BEGIN TO **CRUMBLE**?

"WAS IT IN **COLLEGE**, WHEN I STUDIED FOR MY **BIOCHEMISTRY DEGREE**?

"OR WAS IT **LATER**, AFTER I'D NEGOTIATED MY FIRST **LOAN**--GOTTEN MARRIED--AND BOUGHT THE **LAB**?

"WHAT HAPPENED TO THE **DREAM** I HAD?

WE ALMOST DID IT, DOROTHY AND I--WE ALMOST MADE THE DREAM A **REALITY**.

"EVERYTHING GREW SO **SUDDENLY** AFTER THE WAR--THERE WERE **DEFENSE CONTRACTS**, INDUSTRIAL **PATENTS**, MASS MANUFACTURING FOR A PHARMACEUTICAL SUPPLY HOUSE...

"THE WORLD WAS SPINNING **FASTER**, THEN, MY LIFE WAS SOMETHING GOOD, SOMETHING **WORTHWHILE**--

"--UNTIL IT ALL **COLLAPSED** LAST YEAR, DURING THE BEGINNING OF THIS SO-CALLED '**RECESSION**'.

DAILY EAGLE

ARNSTEAD CHEMICAL CO. BANKRUPT!

FACTORY CLOSES!

"WITHIN SIX MONTHS, EVERYTHING DOROTHY AND I HAD WORKED FOR --WAS **GONE**. WE WENT **BANKRUPT**...OUR LIVES WERE **RUINED**..."

ALL I HAVE *LEFT* IS SUICIDE. MY PRIDE IS GONE... MY *DIGNITY.*

EDMOND ARNSTEAD IS JUST ANOTHER *STATISTIC*--OF A CONSUMER SOCIETY GONE *MAD.*

?

*DEAR HEAVEN, NO!*

WHAT--?

THAT--*THING*-- WASN'T ATTACKING *ME*--!

IT'S-- AFTER THAT *CROCODILE!*

SPLASH

"NO! IT ISN'T DEFENDING ITSELF--"

--IT'S DEFENDING ME!

KRAK!

"NOW IT'S JUST TURNING AWAY--"

--WITHOUT LOOKING BACK--WITHOUT MAKING A SOUND--

--WITHOUT DOING ANYTHING!

GOOD LORD, WHAT IS THAT THING?

HOLD IT!

IT'S COMING BACK TO ME--A NEWSPAPER ARTICLE I READ A FEW MONTHS AGO--!

HOLD IT...

THIS IS THE MONSTER WHO DESTROYED THE SCHIST CONSTRUCTION COMPANY--

--THE MAN-THING WHICH RAN LOOSE IN NEW YORK CITY! *

WHAT A GOLD-MINE!

*GIANT-SIZE MAN-THING #2, --LEN.

MAYBE...JUST MAYBE...

...MY LUCK HAS FINALLY TURNED AROUND!

...TURNED AROUND IN THIS *SWAMP.* WITHOUT MY *SPIDER-SENSE,* I'D BE *LOST.*

I'M GLAD I CAUGHT SOME *SLEEP* ON THE PLANE COMING DOWN HERE LAST NIGHT--

--'CAUSE SOMETHING TELLS ME THIS IS GOING TO BE A *LONNNNG* DAY.

WHEN I CALLED THE CONNERS HOUSE THIS MORNING, MRS. CONNERS WAS *HYSTERICAL--*

--AND CONSIDERING WHAT SHE *TOLD* ME--

--I DON'T *BLAME HER!*

THE BIG *QUESTION* IS:

WHO WILL I RUN INTO *FIRST?*

THE MAN-THING OR--

*BWOOMP!*

--THE *LIZARD!*

I KNOW YOU, WALL-CRAWLER! YOU'VE COME TO SPY ON ME--

--TO RUIN MY AMBITIONS, AS YOU'VE RUINED THEM BEFORE!*

*STARTING IN SPIDER-MAN #6. --LEN.

BUT YOU WON'T HAVE THE CHANCE, FOOL! I'LL KILL YOU FIRST! I'LL--

BOT!

SCALE-SKIN, YOU TALK TOO MUCH.

--NNNHHHH!

THERE'S NO POINT IN ARGUING WITH YOU, I KNOW--

--SO I WON'T EVEN TRY!

BOM!

GET AWAY FROM ME!

THE TOUCH OF YOUR MAMMALIAN FORM IS DISTASTEFUL TO ME! YOU'RE SO SOFT--SO PULPY--!

SWOOSH!

THAT'S A SWITCH-- I'VE BEEN CALLED A LOT OF THINGS--

--BUT NEVER SOFT!

BAM!

YOU *ARE* SOFT! DISGUSTINGLY *SOFT!* YOU'RE A *MAMMAL*--

--AND MAMMALS ARE DOOMED TO *EXTINCTION*--

--THAT REPTILES MAY RULE THE *EARTH!*

MISTER, YOU'VE GOT *PROBLEMS.*

YOU *CAN'T* JUST-- HUH?

*YOUR TAIL--!*

*PLUMP PRIMATE!* NOW DO YOU COMPREHEND YOUR *INFERIORITY?*

ALL I COMPREHEND IS THE BLOOD RUSHING TO MY *HEAD,* GREENY! LET'S NOT--

*MRS. CONNERS! GO BACK!*

CURT... DEAR LORD, CURTIS...

GET *OUTTA* HERE, MRS. CONNERS-- *BEFORE HE SEES YOU--!*

CURT WILL *KILL* SPIDER-MAN-- UNLESS I HELP *STOP HIM!*

BUT WHAT CAN *I* DO? THERE'S NOTHING--

*WAIT!*

CURT'S *HIGH-PRESSURE HOSE--*

HE HAD IT *INSTALLED* IN CASE OF A *FIRE!*

PLEASE, LORD--*LET IT BE ENOUGH!*

SPOOSH!

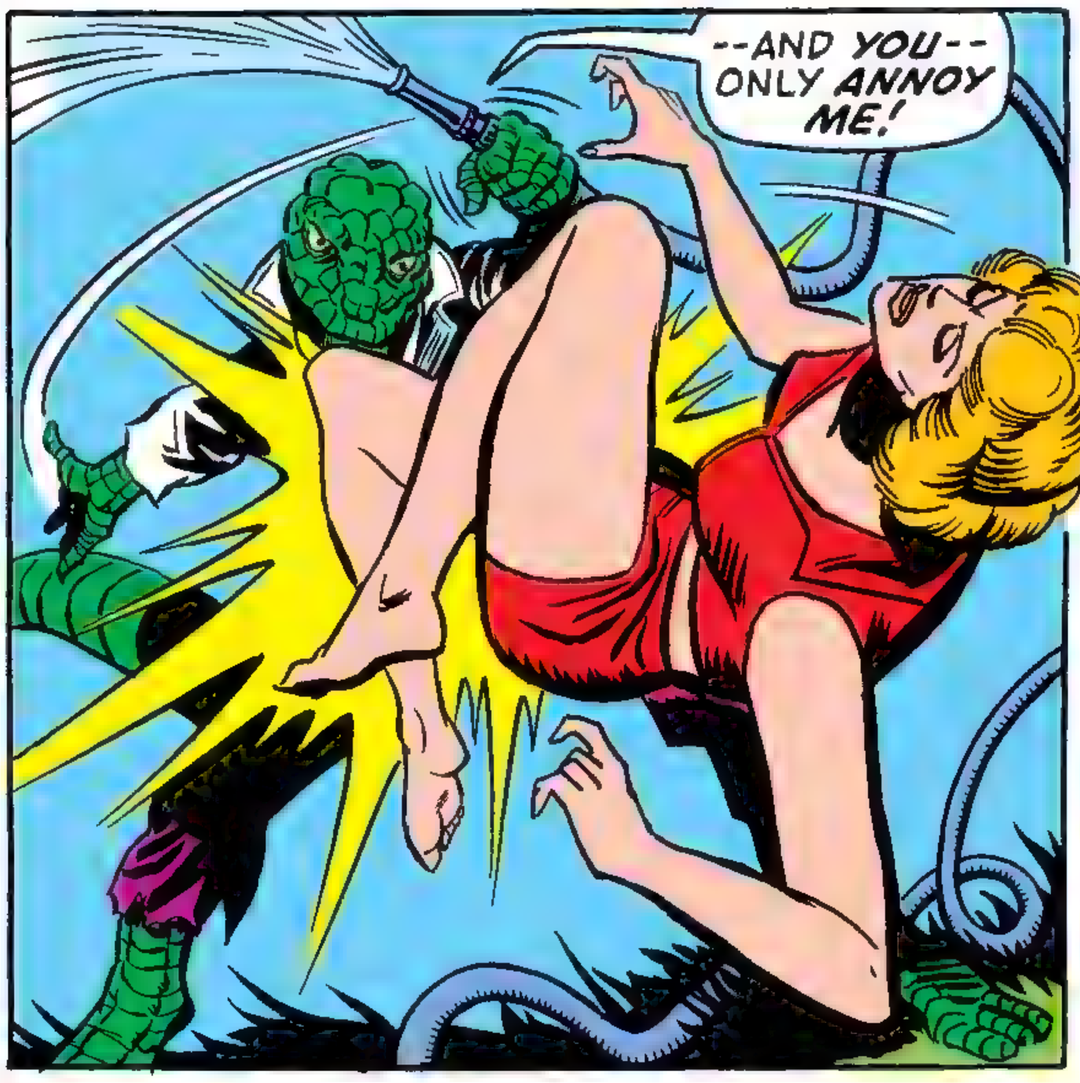
*FORGIVE* ME, CURT--! *FORGIVE ME!*

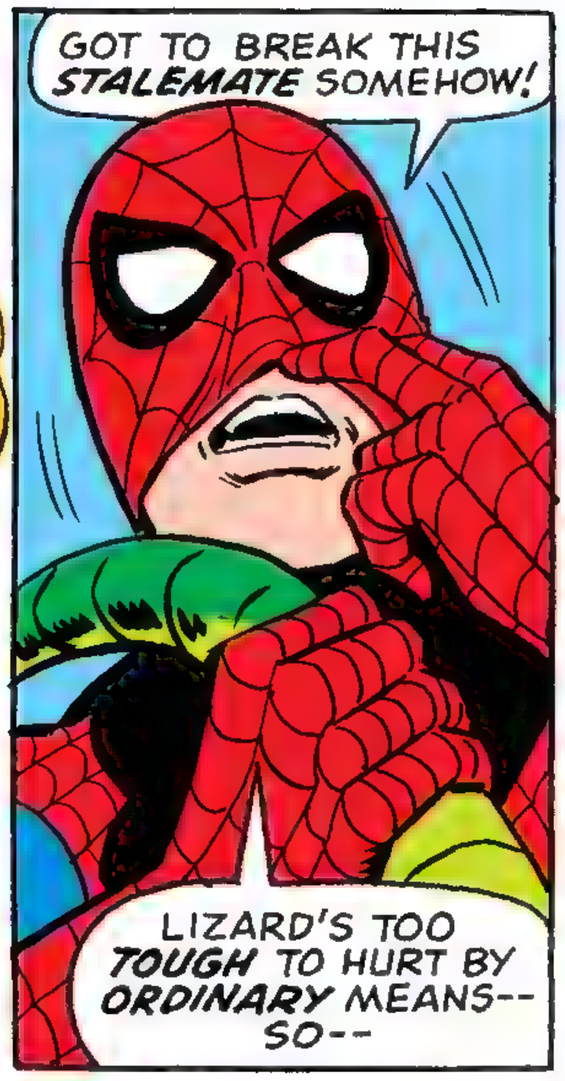
PUERILE *FOOL!* DO YOU SUPPOSE THAT STREAM OF WATER CAN *HARM* ME?

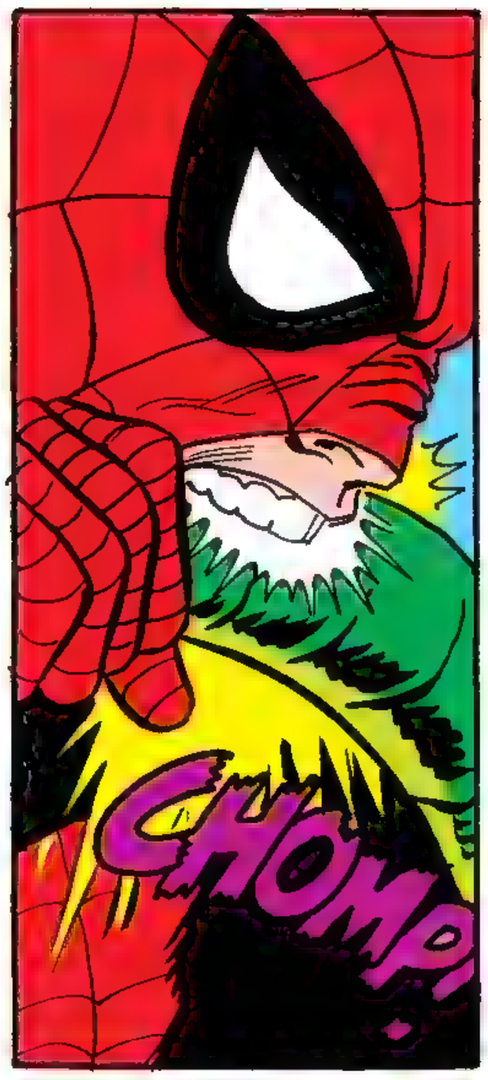
*I AM THE LIZARD!*

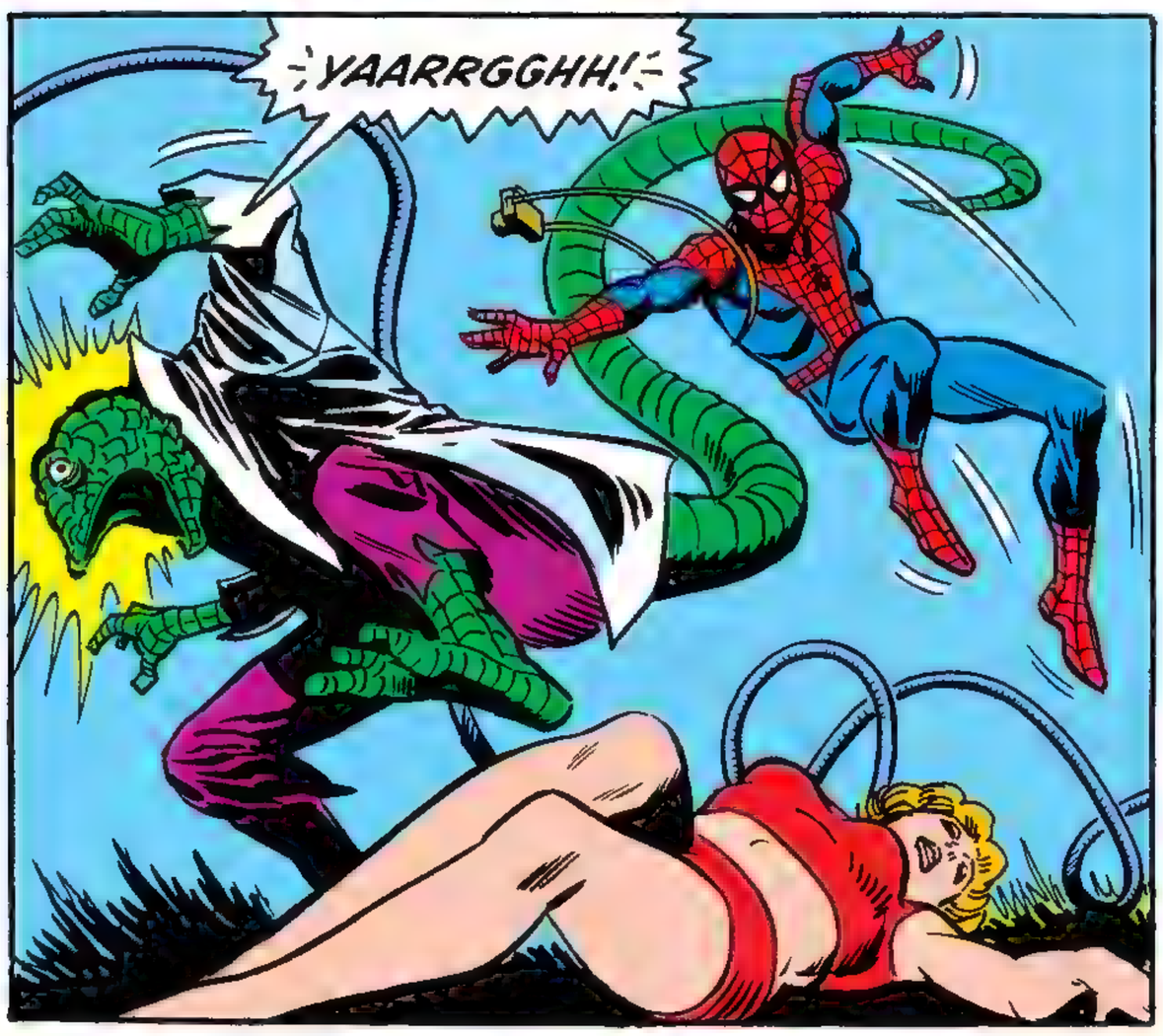
I *LIVE* FOR WATER-- FOR *MOISTURE--!*

YOUR FEEBLE EFFORTS ONLY *INVIGOR-ATE* ME--

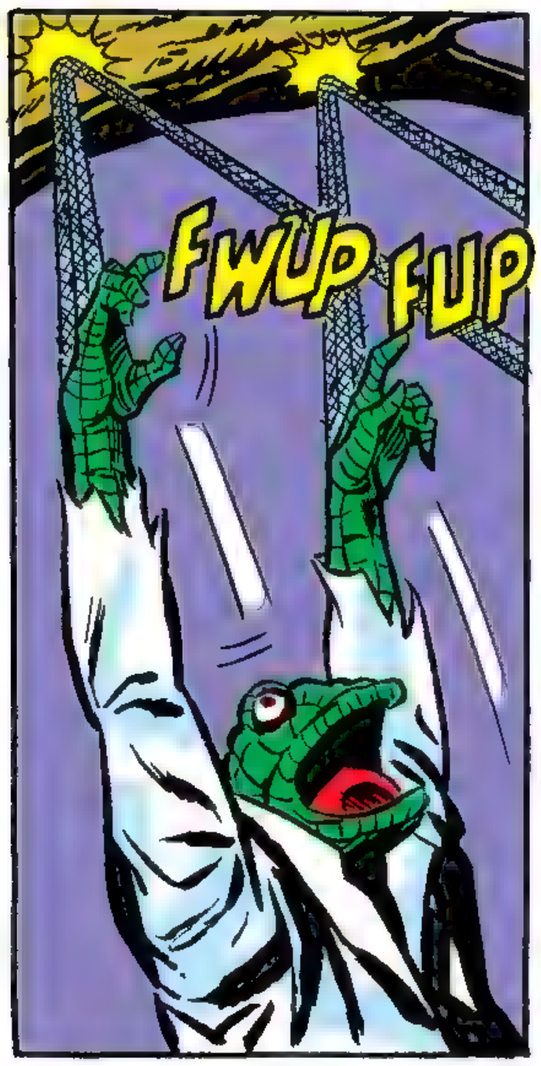

--AND YOU-- ONLY ANNOY ME!


GOT TO BREAK THIS STALEMATE SOMEHOW!
LIZARD'S TOO TOUGH TO HURT BY ORDINARY MEANS-- SO--

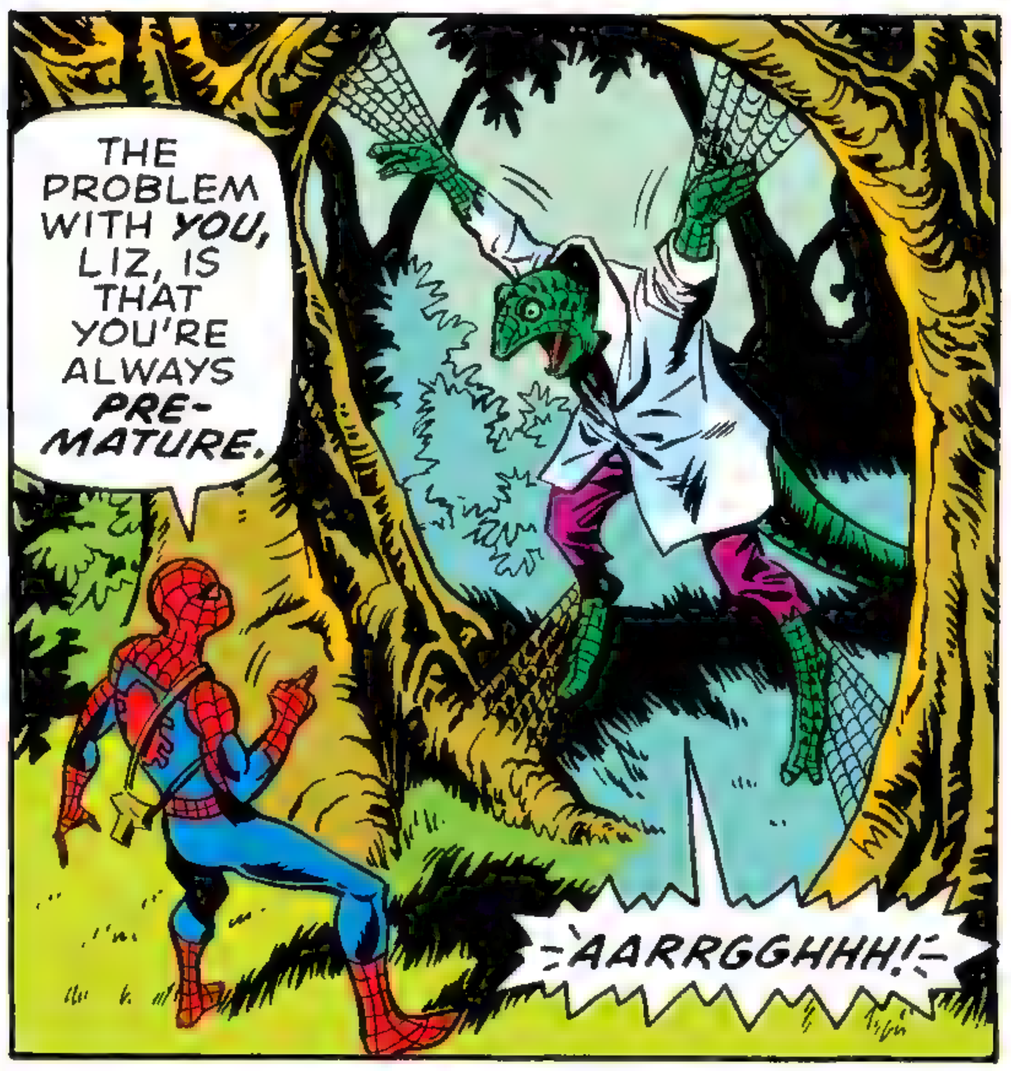

CHOMP!


-YAARRGGHH!-

THAT WAS THE FINAL INSULT!
NOW YOU DIE!


FWUP FUP

THWIT THUP


THE PROBLEM WITH YOU, LIZ, IS THAT YOU'RE ALWAYS PRE-MATURE.
-AARRGGHHH!-

CHAPTER 3

# BRING BACK MY MAN-THING TO ME!

WHAT *NOW*, ARNSTEAD? YOU'VE TRACKED THAT MAN-THING ACROSS ALMOST THE ENTIRE *SWAMP*.

YOU KNOW *WHERE* IT IS-- BUT WHAT GOOD DOES IT DO YOU *HERE*?

SOMEHOW, I'VE GOT TO BRING IT BACK TO SO-CALLED "*CIVILIZATION*"--

I CAN'T JUST WHACK IT OVER THE HEAD AND DRAG IT TO MY CAR...

IT MUST WEIGH CLOSE TO A TON-- AND NOTHING SHORT OF A CRANE COULD--

EH?

AM I SEEING THINGS?

"THAT CROCODILE SUDDENLY CHANGED COURSE--IT'S HEADING TOWARD THE MAN-THING!

"AND IT'S NOT ALONE!

"NO, THAT'S WRONG--"

IT'S NOT ATTACKING THE MONSTER--

--IT'S FOLLOWING THE MAN-THING! DEAR LORD--

"THE ENTIRE SWAMP IS ON THE MARCH--

"--AS THOUGH THEY'RE ALL BEING CALLED--

"OR--SUMMONED!"

YOU OKAY NOW, MRS. CONNERS?

I--THINK SO. IT'S SUCH A SHOCK--!

SURE. I'VE HAD SOME SHOCKS MYSELF LATELY.

NOW, IF YOU CAN SHOW ME THE WAY TO YOUR HUSBAND'S LAB, I'LL RE-MIX THE ANTIDOTE TO--

:EEEEEEE!:

THE MAN-THING --HERE?

CRASH

"THIS IS CRAZY! IT LOOKS LIKE EVERY LIVING THING IN THE SWAMP IS CRAWLING AFTER HIM--

"WHAT'S GOING ON, ANYWAY? WHAT ARE THEY DOING?

THEY'RE ANSWERING MY MENTAL COMMAND, YOU PULP-SKINNED SIMPLETON!

THEY'RE HERE TO FREE ME-- AND WHILE THE SWAMP CREATURES DO THAT--

"--THE MONSTER WILL OBEY MY SECOND COMMAND--

"--AND TEAR YOU APART!"

GO INSIDE, MRS. CONNERS. GET THE *LAB* SET UP.

I'LL TRY TO MAKE THIS *QUICK*. AFTER ALL, THIS THING'S JUST A MINDLESS--

BROWP!

-:UNNNHHH!:-

IT'S AS THOUGH HE *SENSED* MY ANGER--

TROMP!

TWANG!

--AND TURNED IT *AGAINST ME!*

THIS IS GOING TO BE TRICKIER THAN I *THOUGHT*--

--BUT NOT BY *MUCH!*

WHEW! THIS THING'S *STRONG!* I'VE KNOCKED DOWN *THE RHINO* WITH A BLOW LIKE THAT--

--BUT THIS *MAN-THING* ISN'T EVEN *STUNNED!**

**A SPECIAL MOSS-- ENCRUSTED **NO-PRIZE** TO THE TRUE BELIEVER WHO CAN FIGURE OUT WHY SPIDEY DIDN'T JUST OOZE RIGHT THRU OUR MIGHTY-MUCK-MONSTER--LEN.*

DO YOU BEGIN TO SEE HOW YOUR EFFORTS ARE, SPIDER-MAN?

WHILE YOU BATTLE THE *MONSTER--*

--MY *OTHER* SERVANTS-- *FREE ME!*

THE LIZARD'S *RIGHT!* I DON'T *DARE* STOP FIGHTING THIS THING--

--IN CASE IT DECIDES TO ATTACK *MRS. CONNERS--*

"--SO, UNLESS I CAN *DESTROY* IT--

"--WE'RE STALE-MATED--AND HOW!"

IT CAME *THIS WAY*...THE TRACKS ARE CLEAR IN THE MUD, LIKE A MASS OF *SLIME* DRAGGED ACROSS THE EARTH...

JUST A *MOMENT--* THOSE *SOUNDS* UP AHEAD--!

*GOOD LORD IN HEAVEN!*

*WHAT HAVE I STUMBLED INTO?*

LADY...WHAT'S *HAPPENING* HERE? THAT...THAT'S *SPIDER-MAN,* ISN'T IT? WHAT IS HE--WHY IS HE--

THANK GOODNESS--SOMEONE--SOMEONE TO *HELP ME--!*

*HELP* YOU? LADY, ARE YOU *CRAZY?*

IT'S MY *HUSBAND--*

*HE'S* RESPONSIBLE FOR THIS MADNESS!

"THE LIZARD POTION DRIVES HIM INSANE--

"*HE'LL DESTROY* HIMSELF--AND *US*--UNLESS SOMEONE *STOPS* HIM!"

I'LL ASK YOU *AGAIN:*

ARE YOU *NUTS?*

I'M A *CHEMIST,* NOT A *SUPER-HERO!* YOU'RE *RAVING,* LADY!

YOU'RE UNDER SOME SORT OF TERRIFIC *STRAIN--!*

A *CHEMIST!* THEN YOU *CAN* HELP!

THERE'S AN *ANTIDOTE* --I HAVE THE *FORMULA--!*

MAYBE *I'M* THE ONE WHO'S CRAZY! I CAME DOWN HERE TO COMMIT *SUICIDE--*

--THEN, THAT *MONSTER--*

NOW, *THIS--!*

OKAY, LADY--SHOW ME WHAT YOU WANT ME TO *DO.*

"*AT THIS STAGE* OF MY LIFE--

"--*I'LL TRY ANYTHING!*"

*HAH!*

THE LIZARD--HE'S *FREE!*

"HOW CAN I POSSIBLY FIGHT *BOTH*--HOLD IT! THE MAN-*THING*--"

"HE'S ATTACKING THE LIZARD-- INSTEAD OF ME!"

SKRAWW

I THINK I *UNDERSTAND!* THE MAN-THING REACTS TO *EMOTIONS*--

--PROVIDING A *FEEDBACK* TO THE STRONGEST EMOTION *AROUND!*

THE LIZARD'S *RAGE* MUST HAVE OVER-LOADING THE MONSTER'S *EMOTIONAL CIRCUITS*--

--SO *NOW* HE'S FIGHTING BACK!

"BUT WHAT GOOD WILL IT DO? IT'S JUST ANOTHER STALEMATE--THIS ONE, MORE DANGEROUS THAN THE ONE BEFORE!"

IT'S BEEN SO LONG--SINCE I ACTUALLY WORKED IN A LAB!

THESE PAST YEARS, I'VE BEEN MORE AN ADMINI-STRATOR THAN A SCIENTIST.

PLEASE--TRY!

LESLIE FIELDER

OH, I'LL TRY, LADY--

THAT'S ALL A MAN CAN DO, WHEN YOU COME RIGHT DOWN TO IT:

HE CAN ONLY TRY.

"TWELVE CC'S OF ALUMINIUM HYDROCLORIDE--EIGHTEEN CC'S OF SODIUM PHENOBEN-TIUM--

"IT'S SUCH DELICATE WORK--I'D FORGOTTEN HOW DELICATE, HOW DEMANDING.

"ONE ERROR--AND IT'S RUINED. I'LL HAVE TO START ALL OVER--"

DEAR LORD, AM I MAD? I SHOULDN'T EVEN BE ATTEMPTING THIS!

PLEASE... YOU SAID YOU'D TRY...

TRY, TRY--DON'T YOU SEE HOW USELESS THAT IS?

ISN'T IT MORE USELESS--

"--NOT TO TRY AT ALL?"

BOM!

IF ONLY I HAD THE *ORIGINAL NOTES*-- SO I COULD FOLLOW THE PROCEDURE *STEP BY STEP!*

THEY'RE *HERE*--

CURTIS WROTE THEM DOWN, FOLLOWING SPIDER-MAN'S *DICTATION.*

YOU MEAN --*SPIDER-MAN* DEVELOPED THIS ANTIDOTE?

"*THEN, BLAST IT*--*IF HE CAN DO IT, SO CAN I!*"

UH-OH! *MORE* TROUBLE--!

THE LIZARD ISN'T GIVING ME TIME TO *BREATHE!*

WHILE *HE* BATTLES MAN-THING-- *HIS* CREATURES BATTLE *ME!*

IT'S LIKE WE'RE TRAPPED ON A *MERRY-GO-ROUND!*

NONE OF US CAN *GET OFF*--

--UNTIL WE *ALL DROP DEAD!*

*SPIDER-MAN!*

*THE ANTI-DOTE!*

HUH? WHO'S *THAT* GUY? AND WHAT DID HE SAY ABOUT--

*TRIPPED!* NO--OH, LORD-- *NO!*

I'VE FAILED *AGAIN! AGAIN!*

CALM DOWN, FELLA!

FWIP

"AFTER ALL, WHAT'S A SPIDER-WEB FOR--"

--IF A GUY CAN'T USE IT TO *SAVE THE DAY?*

SPASH!

SKRAW

*NO!* YOU *COULDN'T*--NOT WHEN I'D ALMOST *WON!*

THIS TIME, THE *WORLD* COULD HAVE BEEN *MINE!*

WITH THE *MAN-THING* IN MY CONTROL, I COULD HAVE-- I COULD HAVE--

DEAR LORD...

IT'S ALL RIGHT, DARLING. IT'S *OVER.* YOU'RE SAFE NOW... YOU'RE SAFE.

I WISH I COULD BELIEVE THAT, MARTHA.

LORD, I WISH I COULD BELIEVE THAT'S *TRUE.*

SO *BELIEVE* HER, DR. CONNERS. IT DOESN'T MATTER WHAT'S REAL, AFTER ALL--ONLY WHAT YOU *BELIEVE* IS REAL.

TAKE THAT *MAN-THING,* FOR INSTANCE.

"SOME PEOPLE BELIEVE HE'S JUST A *MINDLESS MONSTER.*

"TO ME, SOMEHOW--HE SEEMS SOMETHING *MORE.*"

KNOW WHAT I *MEAN?*

I DO, SPIDER-MAN.

BEFORE I SAW THE MONSTER--

--MY LIFE WAS *OVER.* NOW-- THANK GOD, I BELIEVE IT'S JUST *BEGINNING.*

"AMEN TO THAT, FELLA. AMEN TO THAT."

END

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# MARVEL TEAM-UP™

FEATURING:

# SPIDER-MAN®

AND

# THE FRANKENSTEIN MONSTER

YOU ATTACKED ME...

...AND NOW YOU WILL DIE!

NOT IF I CREAM YOU *FIRST*, PATCHES!

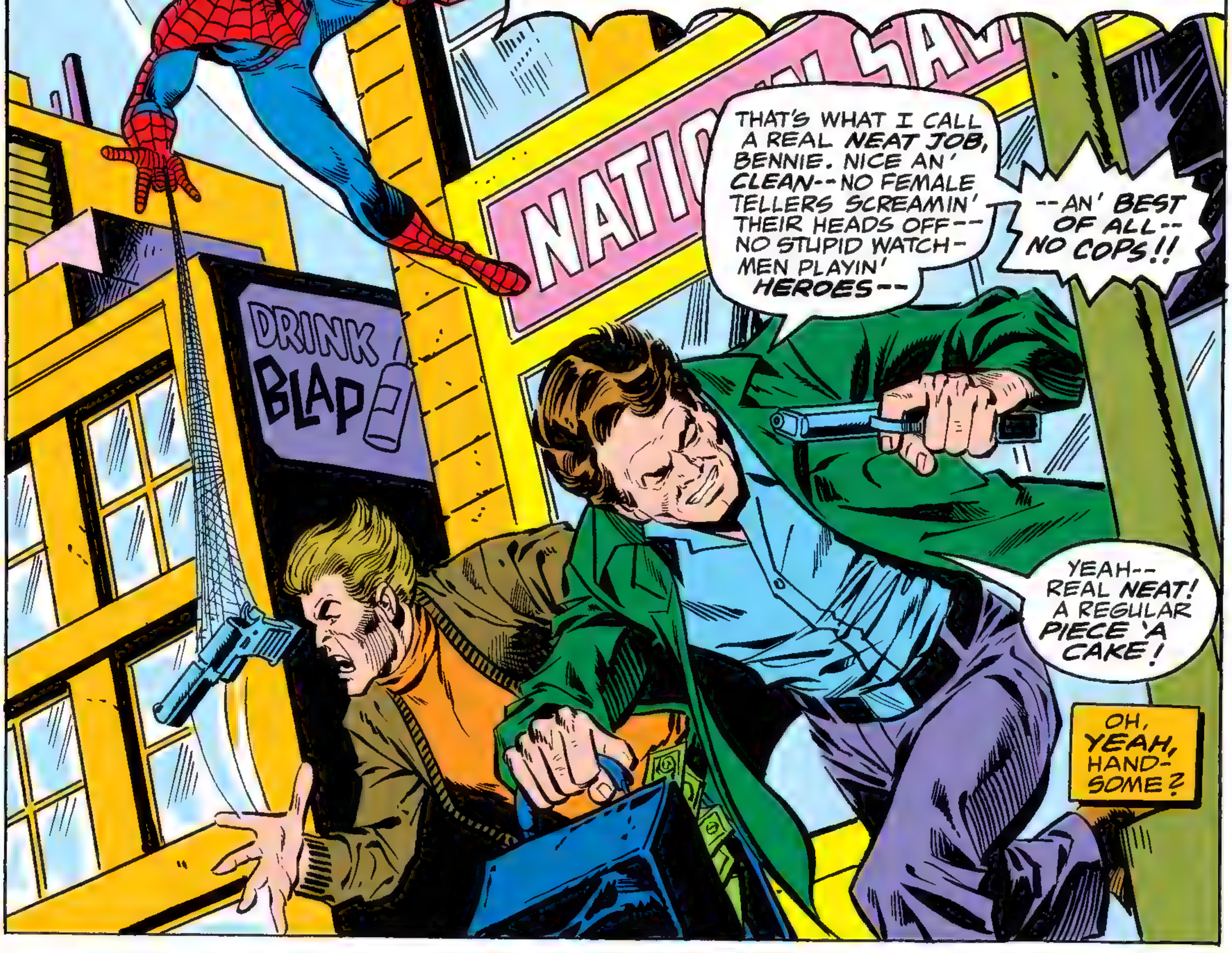
BUT HOW DO I *DEFEAT* A GUY WHO'S *IMMORTAL?*

## BEDLAM IN THE BALKANS!

# Stan Lee presents SPIDEY™ and FRANKENSTEIN'S MONSTER™ TOGETHER!

GERRY CONWAY, AUTHOR | SAL BUSCEMA, ARTIST | V. COLLETTA, EMBELLISHER | CHARLOTTE J., LETTERER / AL WENZEL, COLORIST | LEN WEIN, EDITOR

## ONCE UPON A TIME, IN A CASTLE!!!



HERMIE -- LOOK OUT! WE'RE BEIN' BLITZED!

THAT'S ONE WAY OF PUTTING IT, FELLA. ME, I WOULD HAVE SAID SOMETHING DIFFERENT!

LIKE--"HERMIE, LOOK OUT! IT'S SPIDER-MAN!"

NOT AS ORIGINAL-- BUT MUCH MORE INFORMATIVE!

WAM

URRRKK!

WHAT'S WRONG WITH YOU SUPER-GUYS?

WHY DON'T YOU GO PICK ON CREEPS LIKE DOCTOR DOOM-- INSTEAD A BUMS LIKE ME AN' HERMIE!

WELL, DOOM WAS OUT OF TOWN, SEE--

--AND I WAS SWINGING AROUND, TRYING TO WORK OFF MY AGGRESSIONS, WHEN I HAPPENED TO NOTICE YOU AND "HERMIE" WORKING OFF YOURS.

I THOUGHT THE THREE OF US COULD SORT OF GET TOGETHER!

YOU KNOW, A STREET-FIGHT... "ENCOUNTER" STYLE!

BOMM

OF COURSE, IF YOU'RE NOT INTERESTED-- FORGET IT.

NO PARKING

I'LL JUST WORK OFF MY AGGRESSIONS ALONE--

--ON YOU.

NUTS TA THAT, PUNK!

BAM

I'LL BLAST YA FIRST!

NOT SO LONG AS I HAVE THE AGILITY OF A SPIDER, HERMIE.

NOBODY IS GOING TO BLAST YOUR FRIENDLY NEIGHBORHOOD-- UNNNNNHH!

KOMM

HUH?

WHAT WUZ THAT? WUZ THAT YOU, BENNIE?

UH-UH. I THOUGHT IT WUZ YOU--IT CAME OUTTA NOWHERE-- AND--UH--

--UH--

I AM GETTING OUT OF HERE.

ALL RIGHT, WE ADMIT IT. WE HAVEN'T BEEN PLAYING FAIR--STARTING OUR STORY WITH A BANG INSTEAD OF A NICE, SAFE LUMP OF EXPOSITION.

IN A MATTER OF MOMENTS, THOUGH, THINGS WILL BE EXPLAINED--MORE OR LESS.

MEANWHILE, BE PATIENT--

--AND TRY TO IMAGINE WHAT THOUGHTS ARE GOING THROUGH OUR UNCONSCIOUS HERO'S MIND--

--AS HE DRIFTS BETWEEN LIGHT AND DARK--

--AND EVENTUALLY, PREDICTABLY, PASSES OUT!

WHAT ISN'T PREDICTABLE IS THE SCENE HE **AWAKENS** TO, A FEW MOMENTS **LATER**...

UHHHHH... WHERE...

**WHAT THE--?** IS SOMEBODY **KIDDING** ME? OR HAVE I JUST **FLIPPED?**

I COULDN'T HAVE BEEN **UNCONSCIOUS** FOR MORE THAN A **MINUTE**--I SHOULD BE ON A DIRTY NEW YORK **STREET**--

--NOT **HERE**-- WHEREVER **HERE** IS--**WHATEVER** HERE IS! THIS PLACE LOOKS LIKE IT'S ESCAPED FROM THE **LATE LATE SHOW!**

AND SPEAKING OF **ESCAPEES**--WHERE DID **YOU** ESCAPE FROM, FELLA? **RIPLEY'S MUSEUM?**

I... **HAVE NOT** ESCAPED. I AM...A PRISONER ...LIKE **YOU.**

SURE. A PRISONER. THAT MAKES SENSE.

A GUY FALLS DOWN IN THE GUTTER, AND HE WAKES UP IN A *NUT HOUSE.*

HAPPENS ALL THE *TIME*--HUH?

INDEED IT *DOES,* SPIDER-MAN...

...MORE OFTEN THAN YOU *KNOW.* MANY INMATES OF MENTAL INSTITUTIONS DO NOT *DESERVE* INCARCERATION.

YET QUITE FREQUENTLY, A HARSH AND IMBECILIC WORLD *PUNISHES* THOSE WHO WOULD BE DIFFERENT--

--BY NAMING THEM *INSANE.*

DON'T *TELL* ME. YOU'RE THE LOCAL *MAD SCIENTIST.*

YOUR HUMOR FAILS TO *IMPRESS* ME, SPIDER-MAN.

AS FOR MY *IDENTITY,* I AM INDEED A *SCIENTIST!*

I AM *BARON LUDWIG VON SHTUPF--*

--BUT *YOU* MAY CALL ME *THE MONSTER MAKER!*

ALMOST EVERYONE *DOES,* YOU KNOW!

BUDDY--WHAT I'D LIKE TO *CALL* YOU--

--COULDN'T BE *PRINTED!*

*YAARRR!*

*WHOMP*

*THROM!*

FUN-AND-GAMES TIME IS **OVER**, CHUM. YOU MAY NOT HAVE **HEARD**--

--BUT I'VE GOT THE PROPORTIONATE STRENGTH OF A **SPIDER**--WHICH MEANS NOTHING LIKE **THIS** IS GOING TO **HOLD** ME--

WRENCH!

--FOR **LONG!**

NOW, IN CASE YOU'VE GOT THE IDEA YOU'RE GOING TO **FOLLOW** ME--

FWTT

FFT

"-- I'LL PROVIDE YOU WITH SOMETHING **ELSE** TO OCCUPY YOUR FEEBLE LITTLE MINDS--"

--WHILE HANDSOME HERE AND I MAKE GOOD OUR **ESCAPE.**

WHAT ABOUT IT, FELLA? YOU WANT TO **JOIN** ME?

YES...

**THAT'S** WHAT I LIKE--

SCROOM!

--A MAN OF FEW **WORDS.**

**C'MON,** PAL--

LET'S **MOVE!!**

AND MOVE THEY **DO**--

BUT-- MOVE TO **WHERE?**

# CHAPTER TWO! THE COLD WIND OF DOOM!

FORTY-FOUR MINUTES LATER, THE QUESTION IS *ANSWERED:* OUR TWO HEROES ARE GOING *NOWHERE*--FAST.

SHIVERING SLIGHTLY FROM THE NEAR-ZERO DEGREE *WEATHER*, SPIDEY STANDS BESIDE THE TACITURN GIANT HE'S RESCUED FROM VON SHTUPF'S CASTLE--AND TOGETHER, THEY *WATCH* THE BARON'S HENCHMEN SKI PAST--WONDERING WHEN THEY'LL BE *CAUGHT*--

--AND DECIDING TO *DEAL* WITH THAT SITUATION WHEN IT *ARISES!*

WE'RE *SAFE*--FOR THE *MOMENT.* I DON'T KNOW HOW LONG THAT MOMENT'S GOING TO *LAST,* EITHER.

MAYBE IT'S TIME YOU *TOLD* ME SOMETHING ABOUT YOURSELF, FRIEND, AND *HOW* YOU GOT INTO THAT *CASTLE*--!

TELL...? THERE IS NOT *MUCH*...TO TELL. I... AM NOT A MAN.... LIKE YOU...

I AM...A *MONSTER*...

*FRANKENSTEIN'S* MONSTER.

*HUH?* COME *AGAIN?*

IT BEGAN...*LONG AGO*...

SLOWLY, HALTINGLY, THE MONSTER TELLS THE STORY *ANEW*...THE AGE-OLD STORY OF A MAN QUESTING FOR THE MOST GUARDED SECRETS OF *NATURE*...

...THE SECRET OF *LIFE*...

...THE SECRET OF *CREATION*.

BARON FRANKENSTEIN *LEARNED* THE SECRET, AND USED IT TO CONSTRUCT A *MAN*...A LIVING *BREATHING* MAN WITH THE MIND OF A NEWBORN *CHILD*.

IT WAS A MOMENT PREGNANT WITH *POTENTIAL*--

--POTENTIAL *LOST* WHEN THE CREATION SLEW ITS CREATOR--

--AND FOUND ITSELF *HOUNDED* BY A POPULACE TOO *FRIGHTENED* TO THINK--

--AND TOO FULL OF *HATRED* TO FORGIVE.

AFTER A TIME, THE MONSTER LEARNED THE *MEANING* OF THE WRONG HE'D DONE--AND HE KNEW *SORROW*.

HE WANDERED FROM THAT SMALL BALKAN VILLAGE--WANDERED GRIEF-STRUCK INTO *HISTORY*--

--ALONE--

--FEARED--

--HATED--

--HE WANDERED OUT OF THE KNOWLEDGE OF MANKIND, AND *DISAPPEARED*--

--AND REAPPEARED ALMOST A HUNDRED YEARS *LATER*--

--IN A CIRCUS *SIDE-SHOW*--

--PRESERVED IN A CHEMICAL-FILLED *COFFIN*--- UNMOVING--

25¢

--YET STILL, STRANGELY --*ALIVE*.

A YOUNG MAN *REVIVED* HIM-- ACCIDENTALLY OR INTENTIONALLY, THE MONSTER NO LONGER *KNOWS*--

--AND FOR THE SECOND TIME IN A *CENTURY*--

--THE MONSTER OF FRANKENSTEIN WALKED INTO THE LIFE OF *MANKIND*.

HE SPEAKS OF THESE THINGS IN A HARSH, GRATING VOICE, ONLY NEWLY *GAINED*--A GIFT FROM FRANKENSTEIN'S LAST LIVING DESCENDANT.

HE TALKS OF THE NIGHT-MARE'S HE'S SEEN--OF HIS BATTLE WITH THE COUNT FROM TRANSYLVANIA, *DRACULA*--

--OF HIS FRIENDSHIP WITH THE YOUTH, *RALPH CACCONE*--

--AND HIS STRUGGLE WITH THE *CLONE-CREATURE*, SO CLEAR-- SO *RECENT* IN HIS MIND.

FINALLY, HE *STOPS*...AND FOR SEVERAL HEART-BEATS, THERE'S *SILENCE* ON THIS SNOWY SLOPE...

MISTER...**ONE** OF US IS CRAZY, AND I'M NOT SURE IT'S **YOU.**

YESTERDAY I WOULD HAVE **LAUGHED** AT WHAT YOU JUST TOLD ME--BUT AFTER ALL THAT'S BEEN HAPPENING IN MY **OWN** LIFE, WITH **GWEN** RETURNING AS A **CLONE**--

HECK, I DON'T KNOW **WHAT'S** REAL AND REASONABLE ANY-MORE.

SO, **OKAY**--YOU'RE FRANK-ENSTEIN'S **MONSTER.** IT'S AS GOOD AN EXPLANATION AS **ANY** FOR WHAT'S BEEN HAPPEN--

EEE

HUH?

A **SCREAM**...

IT TAKES THE COMPANIONS ONLY A **SECOND** TO REACH A NEAR-BY ROCK OUTCROPPING, WHERE THEY PAUSE IN SHOCKED **SURPRISE,** TO SEE...

A **WOMAN**--

"--THREATENED BY THE BARON'S...**HUNTERS**..!"

A DECISION IS MADE AND ACTION IS **TAKEN**--

--**WORDLESSLY**--

--AND **WELL!**

WHOMP!

THOOM!

THAT DOES IT FOR *THESE* BOZOS, FRIEND.

LET'S SEE IF THEY'VE *HURT* THE YOUNG LADY, AND--

KRUNCH

MY FOOT-- CLIFF *BREAKING AWAY*--I-I'M--

--FALLING!

KRASH!

ARE YOU... ALL RIGHT...?

Y-YES... I THINK SO. FOR A...BIG MAN... YOU MOVE *QUICKLY*, MY FRIEND!

WOW. THIS ISN'T MY *DAY*, IS IT? FIRST, THOSE CREEPS-- THEN THAT *CLIFF*--!

GIVE ME A *MOMENT*, OKAY? I GOTTA GET MY *BREATH* BEFORE I--

HISSSSs

--DO THIS!

*GAS!* YOU-- YOU'RE ONE'A *THEM*--! A TRAP--

--IT WAS ALL-- A TRAP--

--AND WE FELL--

--FOR IT.

THINK SO, WEB-SLINGER? TURN THE PAGE FOR *CHAPTER THREE*, AND FIND OUT *WHO'S* FALLEN FOR *WHAT*?

# CHAPTER THREE: TO MAKE A MONSTER!

THIRTEEN *BLACKED OUT* MINUTES AFTER THE END OF OUR LAST CHAPTER...

ALL, RIGHT, GENTLEMEN, YOU CAN STOP *PRETENDING* NOW. THE SLEEP-DRUG I SPRAYED YOU WITH WORE OFF *TWO MINUTES* AGO.

I KNOW YOU'RE TRYING TO THINK OF A WAY TO *ATTACK* ME--

BELIEVE ME, IT'S NOT-- *NECESSARY.*

HUH? ARE YOU *KIDDING?* LADY, MAYBE YOU DON'T REMEMBER WHAT YOU *DID* BACK ON THAT CLIFF-- BUT *I* DO.

EITHER *YOU* COME ACROSS WITH AN *EXPLANATION,* OR I--

PLEASE DON'T GET *VIOLENT,* SPIDER-MAN. I ASSURE YOU, MY INTENTIONS ARE HONORABLE--EVEN IF MY METHODS ARE *NOT.*

MY NAME IS *KLEMMER*-- AND I'M AN AGENT OF *S.H.I.E.L.D.*

SHIELD AGENCY 324

NICK FURY ASSIGNED ME TO THIS JOB, AND I WAS ABOUT TO MAKE MY MOVE WHEN *YOU* CUT IN,

VON SHTUPF IS A *MADMAN*--

--A *DANGEROUS* MADMAN WITH A PLAN FOR *WORLD DOMINATION.*

HE WANTS TO CREATE AN ARMY OF "*MONSTERS*" --SUB-HUMANS WHO CAN STAND EXTREMES OF *CLIMATE*-- WHO HAVE *SUPER-NORMAL* POWERS.

--IN A WORD, HE WANTS TO *COMBINE* YOUR ABILITIES--

--INTO A *MONSTER SUPREME!*

A "MONSTER SUPREME," EH? SOUNDS LIKE AN *ICE CREAM SUNDAE.*

OKAY, I GET THE PICTURE. VON SHTUPF IS *WACKO* AND YOU WANT TO PUT HIM IN A *PADDED CELL.*

NEED *HELP?*

YES. I...WANT TO HELP...*TOO*. THIS MAN ALSO...CAPTURED ME. I...*OWE* HIM.

YOU? SORRY, FELLA--YOU'RE *TOUGH*, ALL RIGHT--

--BUT *SNEAKY*, YOU'RE *NOT!*

I AGREE WITH *SPIDER-MAN.*

THIS OPERATION WILL REQUIRE *STEALTH*. WE HAVE TO SLIP INSIDE VON SHTUPF'S CASTLE *QUIETLY*--

AND I'M AFRAID YOU'RE TOO MUCH ON THE... *OBVIOUS* SIDE.

BUT DON'T FEEL *BAD* ABOUT IT, FELLA. WE'RE PROBABLY DOING YOU A *FAVOR*...

FIVE TO ONE THE TWO OF US GET *KILLED.*

YES...A... FAVOR.

THUS, LESS THAN FIVE MINUTES *LATER*...

YOU KNOW, KLEMMER-- I THINK WE HURT THE MONSTER'S *FEELINGS* JUST NOW.

IF WE DID, IT CAN'T BE *HELPED.*

THE *MISSION* IS THE IMPORTANT THING--

YEAH. THAT'S WHAT THEY *TELL* ME.

NOTHING ELSE *MATTERS.*

BUT YOU *KNOW*, LADY...

"...SOMETIMES I *WONDER.*"

THEY THINK I WILL REMAIN BEHIND...BUT THEY ARE *WRONG.*

PERHAPS I'M NOT AS *QUICK* AS THEY ARE--

--BUT I CAN *FOLLOW* THESE SKI TRACKS--AND I *WILL.*

THE MOMENT WILL COME WHEN THEY *NEED* ME-- AND WHEN IT *COMES*--

"--I WILL BE *THERE.*"

SPEAKING OF "BEING THERE." GUESS *WHAT*?

OUR HERO AND HEROINE *ARE.*

THINK YOU CAN *HANDLE* THEM *QUIETLY*?

KLEMMER, THEY DON'T CALL ME *SPIDER*-MAN FOR *NOTHING.*

WHAT--

FWUPP!

THUMP

THUMP

MRRMPHH!

FFFT!

WHAT ABOUT GETTING *INSIDE*, WEB-SLINGER?

THAT WINDOW'S AWFULLY *HIGH*--!

ARE YOU *KIDDING*, KID?

*WATCH.*

FFWUP

THUT

RULE NUMBER ONE IN THE *SUPER-HERO BIZ:*

*ALWAYS* MAKE SURE OF YOUR *TRANSPORTATION.*

ME--I MADE SURE BY INVENTING MY *WEB-SHOOTER.*

YOU'VE GOT TO *ADMIT* --IT'S YOUR BASIC MULTI-PURPOSE *DOODAD.*

CAN WE TALK ABOUT YOUR SCIENTIFIC GENIUS *LATER,* MASKED MAN?

WE CAME HERE TO DO A *JOB*--REMEMBER?

YEAH, *I* REMEMBER-- BUT WHO SAYS A JOB CAN'T BE *FUN?*

*NEVER MIND.* LET'S GO *INSIDE*--

*"--BEFORE **SOMEONE ELSE** POPS UP TO GIVE US **TSOURIS.***"*

*SPIDER-PERSON, YOU MUST BE A PSYCHIC...*

**WHAT YOU CALL YOUR **YIDDISH** FOR "PAIN IN THE BUTT". --LEN.*

NO ONE AT THE GATE...SPIDER-MAN AND THE GIRL...MUST HAVE *SUCCEEDED...*

OR...*HAVE* THEY...?

SOMETHING...IS WRONG. NOT ENOUGH **GUARDS**...

BREAKING IN... WAS TOO **EASY** FOR THEM...

SLOWLY, THE HEAVY OAK DOOR CREAKS **OPEN**--YET THE SOUND OF ITS RUST-CLOGGED HINGES IS **SOFTER** THAN THE VOICES COMING FROM ANOTHER PART OF THE MURKY CASTLE--

--**MUCH** SOFTER THAN THE MADNESS-TINGED VOICE OF **BARON LUDWIG VON SHTUPF!**

"I **KNEW** I COULD DEPEND ON YOU," THE BARON SNARLS, SOMEWHERE DOWN A WINDING **CORRIDOR.**

AT FIRST, FRANKENSTEIN'S MONSTER **IGNORES** THE BARON'S WORDS--AND INSTEAD, ATTACKS A GROUP OF **GUARDS** STANDING IN AN **ANTEROOM** OUTSIDE THE BARON'S **LAB.**

**WHAT**

THEN, AGAIN HE **HEARS** THE BARON'S VOICE--AND **THIS** TIME--

--THE MONSTER **LISTENS.**

"WHILE YOU WERE GONE, I ENGAGED **ANOTHER** SPECIMEN IN THE SAME MANNER I CAPTURED **YOU.**

"WE NEEDN'T **SPEAK** ABOUT MY METHOD, OF COURSE--ONLY THE **EFFECT** OF WHAT I'VE DONE--

"--AND THE EFFECT IS **THIS**--

"I NOW **HAVE** THE SUBJECTS I REQUIRE--YOU AND MY **NEW** PRISONERS --AND AT LAST--I'M READY TO **BEGIN!**"

THE BARON'S VOICE COMES FROM YONDER **DOOR**--

--AND WITH ONLY A MOMENT'S HESITATION, THE MONSTER **REACHES** FOR THE **RING**--

--**GRASPS** IT--

--AND **PULLS.**

WHAT HE SEES **BEYOND** THE OPENED DOOR MAKES HIM-- MOMENTARILY-- **SPEECHLESS!**

**AH!** ENTER, MY FRIEND--**ENTER!** OUR CAST IS NOW **COMPLETE!**

I NOW HAVE MY **ORIGINAL** SUBJECT AS WELL AS MY **REPLACEMENT** SUBJECT!

WHAT A MONSTER I'LL MAKE **NOW,** EH?

MONSTER OF FRANKENSTEIN-- YOU ALREADY **KNOW** THE INFAMOUS **SPIDER-MAN!** ALLOW ME TO INTRODUCE A FRIEND OF **HIS**--

**MAN-WOLF!**

GRRRR

PILGRIM, IF YOU THINK **THIS** IS WILD--WAIT'LL YOU SEE **NEXT ISSUE,** WHEN:

# "THE MAN-WOLF MAKES THREE!"

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FEATURING:

# SPIDER-MAN® AND MAN-WOLF™

HANNIGAN/ROMITA

ACTION APLENTY-- AND THE FRANKENSTEIN MONSTER TOO!

MURDER MEANS THE MAN-WOLF!

# Stan Lee presents SPIDEY, MAN-WOLF™ and FRANKENSTEIN'S MONSTER™ TOGETHER!

YOU MAY NOT HAVE ASKED FOR IT, BUT THESE FOLKS GAVE IT TO YOU ANYWAY: | GERRY CONWAY AUTHOR | SAL BUSCEMA - VINNIE COLLETTA ARTISTS | K. MANTLO - LETTERER P. RACHE COLORIST | MARV WOLFMAN EDITOR

## SNOW DEATH!

GGRRRNN

KILL THEM MAN-WOLF! KILL!

I, THE MONSTER-MAKER-- COMMAND IT!

OUT OF THE WAY, MS. KLEMMER!

THINGS ARE GOING TO GET HAIRY--EVEN FOR A LADY AGENT OF S.H.I.E.L.D.!

## CHAPTER ONE MADHOUSE!

YOU KNOW, VON SHTUPF -- I'VE GOT TO HAND IT TO YOU!

ANY OTHER MAD SCIENTIST WOULD'VE BEEN CONTENT WITH JUST THE FRANKENSTEIN MONSTER AND ME--

WHAR!

-- BUT YOU HAVE TO GO OFF AND DRAG THIS JOKER INTO THE GAME!

IF I DIDN'T KNOW BETTER, I'D THINK YOU WERE OUT TO GET ME--

RRR

-- BUT THAT WOULDN'T BE NICE NOW, WOULD IT?

URRRKKK!

HEY, LUDWIG-- ARE YOU GOING TO CALL YOUR DOG OFF OR WHAT?

IF YOU DON'T--

DON'T... WORRY... SPIDER-MAN...

--I WILL--

--AND MISTER, THAT WON'T BE PRETTY!

RRRR

I HAVE HIM.

THE BARON ... MUST HAVE CAPTURED *HIM*... AS HE CAPTURED *US.**

WE SHOULD NOT BE *FIGHTING* EACH OTHER ... SINCE WE ARE ALL *PRISONERS*...

*LAST ISSUE--MARV.

... BUT THIS WOLF IS AN *ANIMAL*... AND ALL HE UNDERSTANDS...

RRRRR

...IS THIS!

CRON

KMP!

YOU ONLY *STUNNED* HIM! HE'S TOO *STRONG* -- TOO *POWERFUL*--!

WHOEVER-- *WHATEVER* HE IS-- WE CAN'T *STOP HIM!*

LOOK OUT-- HE'S *SEEN* YOU! RUN, LADY--*RUN!*

RRRRRR

NO!

THE MAN-WOLF'S *GRABBED* HER-- AND WE CAN'T GET *NEAR* HIM AS LONG AS HE'S *GOT HER!*

SPIDER-MAN! HELP!

KRASSK!

DID YOU *SEE* THAT LEAP? I'VE FOUGHT THE MAN-WOLF *BEFORE**-- BUT I'VE *NEVER* SEEN HIM--

*SPECIAL LUPINE NO-PRIZE TO THE MERRY MARVELITE WHO CAN LIST *WHEN* AND *WHERE* SPIDEY TANGLED WITH M-W. -- MARV.

ZAZZKK

*FOOLS!* WHILE YOUR ATTENTION WAS ON THE *WINDOW*, I CAME UP ON YOU FROM *BEHIND!*

WHO NEEDS THE *MAN-WOLF*, WHEN I CAN HAVE MY *ORIGINAL SELECTIONS--*

YOU!

HEY, GANG, EVER NOTICE HOW **QUICKLY** TIME PASSES WHEN YOU'RE HAVING FUN?

IF YOU HAVE, THEN YOU CAN **IMAGINE** HOW OUR HEROES FEEL WHEN THEY WAKE FROM **UNCONSCIOUSNESS** TO FIND THEMSELVES--

--**TRAPPED!**

I... HATE... BEING **BOUND...!** YOU WILL... **PAY...**

OH, WILL I? WILL I **REALLY?** I THINK NOT, MY OVERGROWN **OGRE.**

NEITHER YOU NOR YOUR UNWILLING **ASSOCIATE** WILL DO A **THING** TO ME--

--NOT AFTER MY **DISSECTING LASER** DISASSEMBLES THE TWO OF YOU INTO YOUR **COMPONENT PARTS!**

BUT PLEASE, GENTLEMEN-- REMAIN **CALM.**

WE WOULDN'T WANT TO **GO TO PIECES** -- WOULD WE?

FELLA, YOU'RE **SICK.**

WHY DID YOU **BRING** US TO THIS **SWEET CASTLE** OF YOURS, ANYWAY--

--AND HOW CUM YOU JERKED THE **MAN-WOLF** IN, **TOO?**

THAT'S RIGHT-- I HAVEN'T **EXPLAINED,** HAVE I?

VERY WELL, SPIDER-MAN! **LISTEN WELL--**

--TO THE **MASTER PLAN** OF **BARON LUDWIG VON SHTUPF!**

I CALLED MYSELF THE **MONSTER MAKER**, AND SUCH I INTEND TO **BE**. WITH THE AID OF MY **DISSECTOR**, I WILL BREAK THE TWO OF YOU **DOWN**-- SO THAT I CAN LEARN **HOW** YOU ARE CONSTRUCTED, AND **HOW** YOU GAINED YOUR UNIQUE-- **POWERS**.

THEN, THROUGH THE AEGIS OF MY INCREDIBLE **BRILLIANCE**, I WILL CREATE AN **ARMY OF MONSTERS**--

--CREATURES POSSESSING THE **STRENGTH** OF FRANKENSTEIN'S **MONSTER**--THE **AGILITY** OF **SPIDER-MAN**--

"--AND THE FEARFULL **APPEARANCE** OF-- **THE MAN-WOLF!**"

USING THESE CREATURES =SOB= I WILL HAVE MY **REVENGE** ON A CRUEL AND UNCARING **WORLD** =SNIFFLE=---

--A WORLD WHICH WILL **PAY** FOR **MOCKING MY GENIUS!**

VON SHTUPF, I TAKE IT BACK. YOU'RE NOT SICK. YOU'RE JUST **CRAZY.**

**YOU SEE**-- THAT'S EXACTLY WHAT I **MEAN!**

YOU DON'T EVEN **KNOW** ME AND YOU'VE MADE UP YOUR MIND WHAT SORT OF **PERSON** I AM. IT'S NOT **FAIR**, WEB-SLINGER--

--AND BECAUSE OF IT, **YOU WILL DIE!**

**KLIK!**

WHY DO I GET THE FEELING I SHOULD HAVE KEPT MY **MOUTH** SHUT?

DO ME A **FAVOR**, FRANKIE--

--DON'T **ANSWER.**

HA HA HA HA HA

WHIRRRRRRRRRRRRRRR

THE SEARING **END** OF CHAPTER ONE!

# CHAPTER TWO: WOLF PACK!

MEANWHILE, IN THE COLD HILLS ABOVE THE MAD-MAN'S CASTLE...

D-DON'T ...HURT ME, PLEASE...?

HAVE TO MAKE IT THINK I'M HELPLESS-- NOT A THREAT--!

AARRRR?

...AND FROM THE LOOK ON THE MAN-WOLF'S FACE ...I'VE SUCCEEDED...!

GOOD LORD... HE'S TOUCHING ME! WHAT SORT OF CREATURE IS HE?

ARRRR?

NOT A MAN... NOT A WOLF...

...AND THAT COSTUME HE'S WEARING...

...ALMOST LIKE SOME SORT OF SPACE-SUIT!

WAIT... I REMEMBER READING A SPECIAL S.H.I.E.L.D. FILE ON THIS... THING. IT SAID--

ARRR

WHAT--? WOLVES!

ARRRRRRR

REAL WOLVES-- AND THEY'RE ATTACKING!

FUR BRISTLING, EYES RAGING WITH A FERAL ANGER, THE GREEN-AND-YELLOW GARBED MAN-WOLF SNARLS--A GUTTERAL SOUND THAT SPEAKS VOLUMES--

GGRRR

--YET APPARENTLY, THOSE VOLUMES ARE NOT ENOUGH--!

GARR

A SLEEK GRAY BLUR AGAINST THE SILVER SNOW, THE LEADER OF THE WOLF PACK LUNGES, FANGS BARRED AND READY TO SINK DEEP INTO LUPINE FLESH--

RRARRR

--A TASK THEY DON'T QUITE FULFILL!

KRAKK

ARRRRR

AS SUDDENLY AS THIS, THE BATTLE BEGINS--!

GRRRR

IT'S A PRIMAL SCENE, ONE THAT FRIGHTENS THE WOMAN WATCHING IT--AND IN A STRANGE WAY, ALSO EXCITES HER--!

FASCINATED WITH HORROR, SHE GASPS AS THE WOLF-MAN CUTS A BLOODY SWATHE THROUGH THE WOLFPACK'S RANKS--

...A VERY BLOODY SWATHE, INDEED!

ONE WOLF DIES--

THEN A SECOND--

A THIRD--

AND FINALLY, TAILS TUCKED BETWEEN THEIR LEGS--

--THE REMAINING BEASTS FLEE.

FOR AN INSTANT, KLEMMER WONDERS IF THE MAN-WOLF WILL FOLLOW THEM, BAYING IN THE LIGHT OF A SUMMER MOON--

Ai Ai Ai Ai Ai Ai

BUT NO, THE BEAST STAYS, ALLOWING HIMSELF THE JOY OF A SINGLE VICTORY HOWL--

--BEFORE RETURNING HIS ATTENTION TO--

--HIS--MATE?

DEAR LORD IN HEAVEN ... NO.

THE LOOK IN HIS EYES ... SO DESPERATE...

IS THIS THE MAN I READ ABOUT IN OUR FILE-- JOHN JAMESON, EX-ASTRONAUT?*

DEAR HEAVEN, HE'S AN ANIMAL... A WILD BEAST...!

*SEE CREATURES ON THE LOOSE! --MARV

I'VE GOT TO GET AWAY FROM HIM--! PERHAPS IF I MAKE AN EATING GESTURE-- HE'LL THINK I'M HUNGRY--!

THEN--IF HE LEAVES TO FIND FOOD--

RRRP!

IT WORKED ... HE'S GOING!

I'LL WAIT UNTIL HE'S OUT OF SIGHT--

--AND THEN I'LL HEAD UPHILL, OVER THE ROCKS --SO HE CAN'T FOLLOW MY SCENT!

IF I MOVE FAST ENOUGH, I'LL REACH THE HIGH GROUND BEFORE HE KNOWS I'M GONE.

THEN I CAN CIRCLE BACK TO THE CASTLE... SEE IF I CAN HELP SPIDER-MAN AND THAT MONSTER...!

RUN, GIRL-- RUN!

SOME FIFTEEN MINUTES LATER, WHEN THE FORAGING WOLF-MAN RETURNS...

AARRR!

99RR?

RRRRR?

Ai AAii

AAAii

CUT TO:

-- THE **CASTLE**, WHERE A DIRE SITUATION IS COMING TO A RATHER FATEFUL **END**.

Y'KNOW I SAW THIS IN A **MOVIE** ONCE--

--ONLY INSTEAD OF A **CONVEYOR BELT**, THE HERO WAS ON A **SAWMILL TREAD**, AND A VILLIAN-- HEY.

WHAT'S **WITH** YOU, FELLA?

WHAT ARE YOU--

HOLY COW!

CRUNCH!

YOU'VE BROKEN RIGHT THROUGH THE **BELT**-- INTO THE **MACHINERY**--!

**WE'VE STOPPED!**

SAY-- ARE YOU **OKAY?** YOUR HAND--?

...FINE... BUT NOW... THESE **STRAPS**...!

THEY'RE TOO **HARD** FOR EITHER OF US TO BREAK, SO WE CAN FORGET **THAT**.

INSTEAD, LET'S TRY A LITTLE **WIT** AND **SKILL**.

FIRST I SHOOT A STRAND OF **WEBBING**--

--WHICH CONNECTS WITH THE **NOZZLE** ON THAT **LASER DEVICE**.

NEXT, I TUG ON THE WEBBING--**GENTLY**-- AND **SHIFT** THE NOZZLE'S AIM--

--**SO IT CUTS US FREE-- LIKE THIS!**

WHEW! THAT WAS A LITTLE **CLOSE** FOR **COMFORT**, WEB-SLINGER.

ALMOST **TOO** CLOSE.

SOON, AFTER A **SIMILAR** RESCUE HAS BEEN PERFORMED FOR THE **FRANKENSTEIN MONSTER**...

MY **SPIDER-SENSE** TELLS ME VON SHTUPF WENT **THIS** WAY--

--AND MY **HEARING** TELLS ME HE'S IN THAT **ROOM**.

SOUNDS LIKE HE'S **MUMBLING** SOMETHING...

YEP.

AS A MATTER OF **FACT**...

... HE'S MUMBLING IN HIS **SLEEP**.

NO... EVERYONE ...**MUST** LIKE ME...

IF THEY **DON'T**... I CAN KILL THEM...

MONSTER

GHOST

LET'S PUT THIS BIRD OUT OF HIS **MISERY**.

**FWUT**

... AND NO ONE WILL LAUGH AT ME... EVER EVER AGAIN...**WHAF?**

**WHAT?**

**WHAT IS THE MEANING OF THIS OUTRAGE?**

IT MEANS, CHUCKLES, THAT YOU'RE **DONE**.

THE GAME'S **OVER**.

IT'S **KAPUT**.

GET THE **PICTURE**, M.M.?

**WAAHHH!**

DOES THAT MEAN **YES** OR **NO**?

**SNERK!** **WUFFLE!** **SOB!**

I'VE HAD ABOUT AS MUCH OF **THAT** CLOWN AS I CAN **TAKE**, FRANKIE.

STICK WITH HIM, WILL YOU? I'LL SEE IF I CAN FIND **AGENT KLEMMER** AND THE **MAN-WOLF!**

KLEMMER MAY NEED **HELP!**

ALL **THIS** GUY NEEDS IS **HIS BOTTLE**.

# CHAPTER THREE: SURVIVAL!

SHORTLY...

THE PERSON I'M **REALLY** WORRIED ABOUT IS **MAN-WOLF.**

KLEMMER MAY NOT **KNOW** THAT HE'S ACTUALLY **JOHN JAMESON,** JONAH JAMESON'S **SON--**

--AND THAT HE'S NOT **RESPONSIBLE** FOR HIS ACTIONS WHEN HE'S M-W!

KLEMMER BEING A **TRAINED FIGHTER,** SHE'S MORE **DANGEROUS** THAN SHE **LOOKS**--AND MIGHT--

HUH?

THERE'S **MAN-WOLF...** BUT **WHERE'S KLEMMER?**

**D**ESPITE THE MUFFLING **SNOW,** SOUND **TRAVELS** IN THESE CRAGGY HILLS --EVEN THE STARTLED **GASP** OF A BEWILDERED **SPIDER-MAN.**

GRRRP?

**H**EARING THE SOUND, MAN-WOLF REACTS **INSTINCTIVELY--**

--AND BEFORE SPIDEY KNOWS QUITE WHAT'S **HAPPENING--**

ARRRR

--THE BATTLE IS **JOINED!**

**L**OCKED TOGETHER, THEY **TUMBLE** TO THE SNOW-COVERED HILLSIDE--

--EACH STRUGGLING TO THROW THE **OTHER--**

--UNTIL **BOTH** ARE THROWN BY A SHRILL **INTERRUPTION:**

EEEEE

THAT'S A **SCREAM!** A **WOMAN'S SCREAM!** KLEMMER MUST BE IN--

--TROBUNNNHHH!

THE MAN-WOLF'S CLAWS BITE **DEEP** ACROSS SPIDER-MAN'S CHEST--

SLAK

--AND AS OUR COSTUMED HERO **REBOUNDS** AGAINST AN UNYIELDING ROCK, THE MAN-WOLF WHIRLS TO ANSWER THE SHRILL CRY **HIMSELF!**

**INSTINCTIVELY** HE **KNOWS**--IT'S HIS MATE.

WOW... WATCH OUT FOR THAT **LEFT**, KIDDO... IT'S A **KICKER.**

GOT A FEELING... I'M GOING TO BE DIZZY FOR **DAYS...**

... BUT I CAN'T LET THAT HOLD ME UP **NOW!**

OBVIOUSLY, KLEMMER MANAGED TO **ESCAPE** MY FURRY FRIEND--AND IF HE **FINDS** HER, HE MIGHT **KILL HER--**

--AND **NO WAY** AM I GOING TO LET THAT **HAPPEN!**

GRA RRR

**PICTURE IT,** IF YOU WILL, DEAR READER:

**TWO MEN CAUGHT UP IN THE INSTINCTS OF MALEHOOD.**

**THEY HAVE THE SAME GOAL-- THE PROTECTION OF A FEMALE--**

--AND IT'S **KILLING THEM!**

FOR SIX MINUTES THEY STRUGGLE UNTIL--

EEEEEE

HER SCREAM AGAIN--! I'D BEEN SO DIZZY --I'D FORGOTTEN ABOUT IT!

MAN-WOLF'S BREAKING OFF--

"--BUT IS HE RUNNING TO SAVE HER-- OR KILL HER?"

THE ANSWER TO THAT QUESTION IS LESS THAN A HUNDRED YARDS AWAY, HERO--

--WHERE A PETRIFIED JUDITH KLEMMER FINDS HERSELF SURROUNDED BY THE WOLFPACK WHICH HUNTED HER EARLIER AND ITS REINFORCEMENTS

AARRR

MAN-WOLF!

THE WOLVES HEAR HIM-- THEY'RE TURNING--!

DEAR HEAVEN, THIS IS A NIGHT-MARE--

--LIKE SOMETHING OUT OF A CAVE PAINTING--!

GARRR

I-IT'S HORRIBLE--

--SICK--

--DEGRADING--!

OH NO--

--THEY'RE KILLING HIM!

WHEN JUDITH KLEMMER WAS A **CHILD**, HER FATHER DIED IN AN INDUSTRIAL ACCIDENT--A SUDDEN DEATH, **INEXPLICABLE** TO A FOUR-YEAR OLD GIRL WHO BECOME CONVINCED SHE'D BEEN **ABANDONED**.

FOR TWENTY-SIX YEARS, JUDITH KLEMMER HAS **FOUGHT** THAT FEELING OF ABANDONMENT--HAS FORMED HERSELF INTO A **WOMAN OF STEEL**.

IN **MOST** SITUATIONS, SHE DOESN'T **REQUIRE** PROTECTION--AND NORMALLY SHE **RESENTS** IT--!

YET TONIGHT, SHE'S BEEN PROTECTED BY A **MALE**--

--AND SOMETHING OF THE **STEEL-MELTS**--

AI AI AI

--MAKING HER FEEL LONELY--AND A LITTLE **AFRAID**.

DEAR LORD... YOU'RE **HURT**...! YOU WERE HURT ...SAVING **ME**...!

THE MAN-WOLF WHIMPERS, BUT ONLY SLIGHTLY, AND TAKES A SLOW TENTATIVE STEP **FORWARD**--

--AND AS HE **DOES**!

**THERE** THEY ARE--! HE'S GOING TO **ATTACK** HER--!

IN ANOTHER INSTANT, SPIDER-MAN PROBABLY WOULD LUNGE AT THE BATTERED AND TRANSFORMED **JOHN JAMESON**, BUT THERE ISN'T ANOTHER INSTANT **LEFT**...

THE MAN-WOLF... FALLS...

NOOOO!

SPIDER-MAN! SAVE HIM! YOU'VE GOT TO--

HUH? WHAT--?

SAVE--

GOOD LORD! STILL SO GROGGY-- I ALMOST--

DON'T WORRY, KLEMMER. I MAY BE SLOW SOMETIMES, BUT ONCE I GET MOVING--

FWIT

FWUT

--I'M THE FASTEST MAN AROUND!

SPROOSH

MY WEBBING BROKE HIS FALL JUST ENOUGH--

--AND THAT SNOWBANK DID THE REST.

HE'S OUT LIKE A LIGHT...

Y'KNOW, I WONDER WHAT HE WAS DOING WHEN VON SHTUPF CAPTURED HIM WITH HIS TELE-PORTATION DEVICE?

GUESS WE'LL NEVER KNOW-- EH, KLEMMER?*

I DON'T CARE ABOUT THAT.

I'M JUST GLAD-- HE'S ALIVE.

*BUT THOSE OF US WHO'VE SEEN MAN-WOLF HURTLING TOWARDS THE MOON IN CREATURES ON THE LOOSE #37 KNOW, EH, BUNKIE? -- M.W.

EPILOGUE:

SEE THAT HE GETS THE BEST **CARE SHIELD** CAN GIVE, DOCTOR.

YEAH-- FOR BOTH MAN-WOLF **AND** VON SHTUPF.

I-IT MUST BE **TERRIBLE** TO GO THROUGH LIFE WITH A **CURSE**--LIKE JOHN JAMESON'S.

IMAGINE BEING SO **HATED**-- AND **FEARED**--

--AS THOUGH YOU WERE SOME SORT OF **MONSTER.**

IT'S **TOUGH.** I GUESS EVEN A CREATURE LIKE **THAT** WANTS TO BE LOVED... RIGHT, KLEMMER?

I-I **SUPPOSE** SO, SPIDER-MAN.

HE MUST BE **LONELY...**

LADY, THERE ARE THINGS I COULD TELL YOU ABOUT **LONELY** THAT WOULD TURN YOUR HAIR **WHITE...**

**...RIGHT,** FRANKIE?

HEY-- **FRANKIE?**

KLEMMER, I'VE A FEELING YOU AND I HAVE JUST WON THE AWARD FOR BEING **FIRST CLASS DUMB.**

C'MON... LET'S GET BACK TO **NEW YORK.**

AT LEAST THERE YOU **KNOW** WHEN YOU'RE PUTTING A POOR JERK DOWN.

...HE'S **GONE.**

NEXT ISSUE:

# SPIDER-MAN AND THE BLUDGEONING BEAST!

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FEATURING:

# SPIDER-MAN AND THE BEAST™

EVEN SPIDER-MAN CANNOT STAND ALONE AGAINST MY POWERS FOR LONG!

GOT NEWS FOR YOU, BUSTER-- WEBHEAD ISN'T ALONE!

THE CLAWS OF THE GRIFFIN!

Stan Lee PRESENTS: SPIDEY AND THE BEAST--TOGETHER!™

# NIGHT OF THE GRIFFIN

IT'S MIDNIGHT OVER MANHATTAN--AND IF ONE WERE TO LOOK **UP** THRU THE SHEETS OF RAIN THAT THREATEN TO **FLOOD** THIS MIGHTY **METROPOLIS**--

--ONE MIGHT PEER OUT FROM UNDER ONE'S **UMBRELLA** LONG ENOUGH TO **THRILL** AT THE SIGHT OF A CERTAIN FRIENDLY NEIGHBORHOOD **WEB-SLINGER** CUTTING THRU THE DARK BLANKET OF **SKY**, ON HIS WAY...**WHERE?**

**HOME!** THAT'S WHERE **THIS** SOGGY **SPIDER-MAN** IS HEADING!

AND THAT SMILING **WEATHER-CASTER** ON **ABC NEWS** IS GONNA GET ONE HECK OF AN ANGRY **FAN-LETTER** FOR PREDICTING **CLEAR** SKIES!

AS SOON AS I CAN **DRY OUT** ENOUGH TO WRITE HIM ONE WITHOUT **SOAKING** THE PAPER!

A **MILD** ENOUGH BEGINNING, FERVENT ONES? **READ ON!** THE **ACTION** STARTS **NOW!**

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**SAL BUSCEMA**
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**KAREN MANTLO**
LETTERER

**JANICE COHEN**
COLORIST

WHOOPS! HOLD ON, PARKER OLD BOY!

THAT OL' SPIDEY-SENSE THE GOOD LORD AND ONE RADIOACTIVE ARACHNID GAVE YOU IS TINGLING LIKE CRAZY!

BUT WHAT COULD BE CAUSING IT AT THIS HEIGHT?

I DON'T SEE ANYTHING! MAYBE THE STORM SHORT-CIRCUITED MY BUILT-IN ANTENNA SOMEHOW!

NAH! THAT'S SO RIDICULOUS I'M EMBARASSED I EVEN THOUGHT OF IT!

AND IT STILL DOESN'T SOLVE--

-- HOLD ON, WALLCRAWLER!

WHAT THE--OR SHOULD I SAY WHO THE HECK IS THAT??

I'VE HEARD OF IT RAINING CATS AND DOGS -- BUT THIS IS ABSURD!

CUT THE COMEDY, SPIDEY! IF YOUR EYES TELL YOU THERE'S A MAN FALLING OUT OF THE SKY--

-- YOU EITHER BELIEVE 'EM OR GET 'EM CHECKED! AND WHO EVER HEARD OF A SPIDER-MAN WEARING GLASSES?

SO GET THE LEAD OUT, HERO! YOU'RE THE ONE THING BETWEEN THAT GUY AND MESSY OBLIVION--

AND IT'S A LONG WAY DOWN!

ALL THINGS CONSIDERED-- IT COULD BE WORSE!

IT COULD BE SNOWING!

GOT HIM!
UH-OH! SUDDEN STRAIN SNAPPED MY WEBBING!
LOOKS LIKE WE'RE BOTH HEADED FOR AN APPOINTMENT WITH THE PAVEMENT!
THIS BIRD'S OUT FOR THE COUNT-- WHICH IS JUST AS WELL!
IF I WERE HIM I SURE WOULDN'T WANT TO SEE WHAT'S NEXT!
COME ON, WEBBING! TRY AGAIN! LATCH ON TO SOMETHING!
MISSED!
THAT'S WORSE THAN HAVING IT BREAK! MISSING IS THE KIND OF THING THAT CAN REALLY RUIN A GUY'S REPUTATION!
TWO STRIKES, WEB-SPINNER! GOT TO TRY TO TWIST AWAY FROM THE DOCKS-- GET US OUT OVER THE RIVER!
THAT WAY WE AT LEAST STAND A CHANCE!
SOME CHANCE! IF IT'S A TOSS-UP BETWEEN WINDING UP A BLOT ON THE MAP OR DROWNED--
-- I THINK I'D RATHER PLAY MONOPOLY!
WAIT A SEC! YOU'RE NOT USING YOUR BRAIN, PARKER!
IF I CAN CATCH MY WEB ONTO THE SMOKE-STACK OF THAT TANKER--
-- MAYBE I CAN MINIMIZE OUR RATE OF DESCENT!
AND IF I KEEP TALKING LONG ENOUGH-- MAYBE I'LL EVEN MAKE MYSELF BELIEVE WHAT I JUST SAID!

WAY TO GO, WEBHEAD! GOT IT THAT TIME!

GOOD THING TOO!

I WAS BEGINNING TO THINK LOUSY LUCK CAME WITH THE COSTUME!

UH-OH! WHERE'S THAT OLD WHIZ-BANG BRAIN OF YOURS, PARKER?

DIDN'T IT TELL YOU THAT IF YOU STICK YOUR WEBBING UP THERE--

-- YOU'D SWING RIGHT INTO THE SIDE OF THE--

--UNNNHHHH!

SPLANG!

WASN'T BRACED FOR THE IMPACT!

DIZZY! BLACKED OUT!

WE'RE FALLING INTO THE RIVER!

GOT TO SNAP OUT OF IT BEFORE IT'S--

SPLOOSH!

"--TOO LATE!"

SECONDS STRETCH INTO MINUTES...

... THE MINUTES LENGTHEN TO PROLONGED SILENCE ...

... AND STILL THE DIRTIED SURFACE OF THE WATER FLOWS UNTROUBLED BY ANY MOVEMENT IN ITS DEPTHS.

UNTIL AT LAST...

AIR!!

I DID IT! I CAN BREATHE AGAIN!

LUNGS-- I LOVE YOU!

DOESN'T LOOK GOOD FOR THIS GUY, THOUGH!

BETWEEN THE FALL-- THE BANG-UP WITH THE TANKER-- AND ALMOST DROWNING--

I'D SAY HE'S JUST ABOUT HAD IT!

BUT "WHILE THERE'S LIFE, THERE'S HOPE" IS HOW THE SAYING GOES-- I THINK!

I'D BETTER GET HIM ASHORE-- GIVE HIM AT LEAST A FIGHTING CHANCE!

LEND YOU A HAND, HERO?

IF YOU DON'T MIND THE FUR, THAT IS!

WHO--??

HEY! I KNOW YOU! YOU'RE--

THE EVER-BEAUTIFUL, EVER-BATTLIN', EVER-LOVIN' BLUDGEONING BEAST!

AT YOUR SERVICE! YOU ARE SPIDER-MAN, I PRESUME?

YOU PRESUME RIGHT, FELLA! NOW HOWS ABOUT MAKING GOOD ON THAT HAND YOU OFFERED?

THIS COSTUME ISN'T GUARANTEED AGAINST SHRINKAGE!

YOUR *WISH* IS MY *ETC.*, SPIDER-FELLOW!

BY THE *WAY*-- I HOPE I'M NOT BEING *IMPERTINENT* IN *ASKING*--

-- BUT DO YOU *ALWAYS* GO FOR MIDNIGHT *SWIMS* IN THE *EAST RIVER*?

ONLY WHEN IT'S *RAINING*, CHUM! MY DOCTOR SAYS IT'S GOOD FOR MY *COMPLEXION*!

*OR* WHEN A GUY IN A BUTTON-DOWN *LAB COAT* FALLS OUT OF THE *SKY* RIGHT INTO MY EAGER LITTLE *ARMS*!

AND WHAT DOES YOUR *DOCTOR* SAY ABOUT *THAT*?

I'VE NEVER *ASKED* HIM!

WHICH LEADS ME TO MY *NEXT* QUESTION! AREN'T YOU S'POSED TO BE AN *AVENGER* OR SOMETHING THESE DAYS?*

*AS OF AVENGERS #137--MARV.

*RIGHTO*, WEBLING!

BUT A *HOT FLASH* ON THE RADIO GOT ME OUT HERE ON A *TIP*--

*HOLD IT*, HAIRY! FALLING STAR HERE IS *COMING TO*!

STOP HIM--

--STOP HIM BEFORE HE KILLS *MORE*--

STOP *WHO*, BUDDY?

*HORTON*! JOHNNY HORTON--

--HE USED TO BE A *PUNK*! A CHEAP HOOD!

"TILL I CHANGED HIM! MADE HIM *GREAT*-- THE WAY *THEY* WANTED!

"WHO'S *THEY*, JACK? YOU'RE NOT BEING TOO *CLEAR*!

"THE *SECRET EMPIRE*! THEY TOLD ME TO OPERATE -- CHANGE THE CRUMMY PUNK INTO A *SUPER-VILLAIN*--

"-- INTO THE *GRIFFIN*!

YOU--YOU'VE GRAFTED *WINGS* --*CLAWS* ONTO ME! *PERMANENTLY*!!

MADE ME A *FREAK*! I'LL NEVER BE *NORMAL* AGAIN!

"AFTER ALL I DID FOR HIM-- YOU'D THINK HE'D BE *GRATEFUL*!

"NOT HIM, THOUGH! OH YES, HE FOLLOWED ORDERS WHEN THEY SENT HIM AFTER THE BEAST AS PART OF THEIR CAMPAIGN AGAINST THE BRAND CORPORATION--*

I DON'T KNOW WHAT YOUR PROBLEM IS FELLA--

--BUT I DO THINK YOU SHOULD CONSIDER A NEW MOUTHWASH!

*WAY, WAY BACK IN AMAZING ADVENTURES #15--MARV.

GO AHEAD AND JOKE, BEAST! I'LL KILL YOU ANYWAY!

"--BUT THE BEAST AND THE ANGEL WERE TOO MUCH EVEN FOR HIM! HE WAS BEATEN--

"--AND ALL BUT FORGOTTEN AS THE SECRET EMPIRE WAS DESTROYED! THE GRIFFIN KEPT CHANGING, HOWEVER--

"--MY SERUM APPARENTLY HAD LONG-TERM EFFECTS!"

YOU'LL PAY FOR CAGING ME!

YOU'LL ALL PAY!

"HIS MIND WENT FIRST!

"THEN NEW ELEMENTS WERE ADDED--AN ENORMOUSLY POWERFUL TAIL--

"--AND MANIACAL, SUPERHUMAN STRENGTH--

"--THAT SHOULD HAVE ALERTED THE PRISON MEDICS THAT THEY COULDN'T IMPRISON HIM FOR LONG!"

HAH! I KNEW IF I FAKED ILLNESS YOU'D ATTEMPT TO OPERATE ON ME--!

--TRY TO MAKE ME HUMAN AGAIN!

BUT I HAVE NO WISH TO BE HUMAN!

I AM THE GRIFFIN--AND ALL MANKIND IS MY PREY!

"THEY COULDN'T STOP HIM! AT THAT POINT I DON'T THINK ANYBODY COULD!

"AND THAT'S WHEN HE CAME FOR ME!"

YOU! JOHNNY HORTON!

AND YOU ARE THE SURGEON WHO CHANGED ME INTO A MONSTER!

YOU AND MY FORMER MASTERS!

"HE DRAGGED ME, SCREAMING, FROM MY LABORATORY HIDEAWAY!"

TELL ME WHERE THEY ARE, SURGEON!

OR BE THE FIRST TO DIE BENEATH THE RAKING TALONS OF THE ALL-POWERFUL GRIFFIN!

NO! THE SECRET EMPIRE WAS DESTROYED! MONTHS AGO! PLEASE-- YOU'VE GOT TO BELIEVE ME!

BAH! I SHOULD HAVE KNOWN THAT YOU WERE MERELY A SPINELESS UNDERLING!

I HAVE NO MORE TIME TO WASTE ON THE LIKES OF YOU, SURGEON!

SO FALL! FALL TO YOUR WRETCHED DEATH!

"AND I FELL! OH LORD--HOW I FELL!"

RIGHT INTO THE ARMS OF YOURS TRULY! BUT YOU'LL BE OKAY NOW, DOC!

NO -- I DON'T -- THINK SO...

SPIDER-MAN! HE'S GOING TO--

CORRECTION, HAIRY! HE HAS!

DEAD AS THE PROVERBIAL DOORNAIL!

AND THE GRIFFIN IS RESPONSIBLE!

THAT'S THE *TIP* I WAS TELLING YOU ABOUT!

I WAS HOPING TO GET TO THE GRIFFIN BEFORE HE *HURT* SOMEONE! LOOKS LIKE I *BLEW IT!*

WE *BOTH* DID, BEAST!

SOME HERO *I* AM! I CAME OUT *CLEAN* AND THIS POOR SHNOOK *BUYS* IT!

SOME DAY I HOPE THEY COME UP WITH *NO-FAULT INSURANCE* FOR *SPIDER-MEN!* MAYBE *THEN* I WON'T FEEL SO *ROTTEN!*

MAYBE-- BUT I *DOUBT* IT!

THE *FUTURE* SHOULD BE THE *LEAST* OF YOUR CONCERNS HUMANS!

*UH OH,* FUR-FACE! I GOT A *FEELING* I KNOW WHO THAT VOICE *BELONGS* TO!

IT'S *HIM,* WEB-HEAD!

*THE GRIFFIN!*

YES, BEAST! THINK BACK TO OUR *PREVIOUS* ENCOUNTER, MY ANTHROPOID FOE!

FOR *THIS* BATTLE WILL CAUSE YOU TO RECALL IT AS A MERE *EXERCISE!* A PRELIMINARY TESTING OF *STRENGTHS!*

A PRELUDE TO *DOOM!*

AM I *SEEING THINGS,* HAIRY-- OR ARE THOSE *SEAGULLS* FOLLOWING HIS *LEAD--*

--AND *ATTACKING* US??

NOT *US,* MY WEBBED COMPATRIOT!

*ME!* I'M THE ONE THE GRIFFIN'S *AFTER!*

BUT YOU SCORE ON *ONE* POINT, HERO! THEY MOST DEFINITELY *ARE* ATTACKING!

AND THEY WILL *CONTINUE* TO ATTACK UNTIL THE FLESH IS *TORN* FROM YOUR *BONES,* MUTANT!

FOR THE SERUM THAT COURSES THRU MY *VEINS* HAS MADE THE GRIFFIN *MASTER* OF ALL THAT *FLY!*

YOU *SAID* IT, GRIFFIN! THIS WHOLE ACT IS STRICTLY FOR THE *BIRDS*-- IF YOU'LL PARDON THE OBVIOUS *CLICHE!*

LET'S SEE HOW YOUR FEATHERED *FRIENDS* LIKE A TASTE OF *BIRD CAGE* A LA *WEBBING!*

AS FOR YOU, CORNBALL-- AH *FORGET* IT! THE *PUN* I HAD IN MIND WAS *WORSE* THAN YOUR IDIOTIC *SPEECHES!*

THAT'S *ONE* WALL-CRAWLER THAT DEF-INITELY KNOWS HIS *JOB*, MC COY!

HIS NON-STOP *INSANITY* HAS THE GRIFFIN'S *ATTENTION* FIRMLY RIVETED ON *HIM*--

*SLASH* THE COSTUMED *BUFFOON*, MY PETS! TEAR HIS MOCKING WORDS FROM HIS *THROAT!*

--WHICH GIVES *THIS* EX-*X-MAN* HIS CHANCE TO SHAKE THESE SCREAMING SEA-FOWL--

--AND LAUNCH A LITTLE *MADNESS* OF MY *OWN!*

FEELING *LONELY* UP HERE, HANDSOME?

HOPE YOU DON'T MIND ME *CROWDING* YOUR *AIR-SPACE!*

*YOU DARE??*

WHY *NOT*? IT WAS A *SLOW* NIGHT ANYWAY!

YOU'RE GOING TO *DIE* FOR THAT, *BEAST!*

YOUR *SCREAMS* WILL FILL THE *SKIES!*

YEAH, YEAH-- I *KNOW!*

I'VE CAUGHT THE SAME OLD MOVIES *YOU* MUST HAVE SEEN IN *PRISON*, FRUITCAKE--

-- THO' I *ADMIT* RATHBONE DID IT *BETTER!*

*URRKKK!*

YOU FORGOT ABOUT MY *TAIL*, MONSTER!

BUT IT WILL BE THE *LAST* THING YOU EVER *FORGET! DIE*, BEAST!

DIE!!

CAN'T BREATHE!

HE'S CHOKIN' ME WITH HIS BLASTED TAIL

KWOOSH

NOW DO YOU UNDERSTAND THE POWER OF THE GRIFFIN?

AS THE WATER RUSHES INTO YOUR SCREAMING LUNGS?

WOK!

NEVER AGAIN WILL YOU IMPRISON ME, MUTANT!

NEVER AGAIN!

HOLY SMOKES!

YOU WERE SO BUSY WITH THE GRIFFIN'S BEAKED BUDDIES, WEB-SPINNER, THAT YOU LOST TRACK OF THE REAL FIGHT!

AND IF YOU DON'T ACT FAST-- THERE'S GONNA BE ONE DEAD AVENGER FLOATING IN THE RIVER!

HANG ON, BEASTIE!

THE TROOPS ARE ON THEIR WAY!

WHO--?

AW, COME ON NOW, GRIFFY!

EVERY-BODY'S HEARD OF ME!

I'M THE HUMAN TORCH-- WHO ELSE?

YOU ARE A FOOL, INTERLOPER!

MAYBE SO, PASTE-FACE--

--BUT IF YOU CAN'T SAY ANYTHING NICE ABOUT SOMEONE--

-- YOU SHOULDN'T SAY *ANYTHING* AT ALL!

KER-

WHAP!

CATCH MY *DRIFT?*

*IDIOT!* YOU'VE MADE ME LOSE MY HOLD ON THE *BEAST!*

THERE YOU GO WITH *NAMES* AGAIN, SUGAR-PLUM!

NO *WONDER* PEOPLE DON'T *LIKE* YOU!

WEB-HEAD DOESN'T *KNOW* WHAT HE'S LETTING HIMSELF *IN* FOR!

THE GRIFFIN'S *STRONG*-- STRONGER THAN THE *LAST TIME* WE FOUGHT!

AND IF HE TAKES TO THE *AIR* WITH SPIDEY STILL HANGING *ON*--

BITE YOUR *TONGUE*, HANK OLD BOY!

THERE THEY *GO!*

GOT TO *LEAP!* TRY AND *REACH* THEM!

HI-YO *FRUITCAKE!* UP, UP AND *AWAY!*

*MISSED!*

AND THEY'RE TOO *HIGH* NOW FOR ME TO TRY ANOTHER *JUMP!*

THIS JUST AIN'T YOUR *NIGHT*, BEAST! NOT A *BIT!*

*SPLASHHH!*

HAVE YOU EVER CONSIDERED MAKING *COMMERCIALS*, CUPCAKE?

YOU KNOW -- LIKE, "I'M *GRIFFY* -- *FLY ME!*"

JEST *ON*, FOOL! SOON I WILL ATTAIN A HEIGHT, FROM WHICH A *FALL* WILL KILL EVEN *YOU!*

MERCY *ME!* AND HERE I THOUGHT WE WERE *FRIENDS!*

*MEANWHILE, TO THE ASTONISHMENT OF THE MOTORISTS STUCK ALONG THE PARKING LOT NEW YORKERS FONDLY REFER TO AS FIRST AVENUE...*

LOST *SIGHT* OF THEM A WAYS *BACK* -- BUT THEY WERE *HEADED* TOWARDS THE *BROOKLYN BRIDGE!*

AND IF I KNOW MY *WALL-CRAWLERS*, SPIDEY'S PROBABLY ALREADY TRIED TO *SELL* IT TO THE *GRIFFIN!*

*ANOTHER* ONE! *PFAH!*

THIS TOWN'S JUST *CRAWLIN'* WITH SPIDER-POWERED *SHOW-OFFS!* ME I'M HEADIN' BACK TO *AKRON!*

HEADS UP, HOTSHOT!

THERE THEY *ARE!*

AND IT LOOKS LIKE I MADE IT JUST IN *TIME!* SPIDEY'S GOT --

*"--TROUBLES!"*

*HEY!* NO *FAIR!*

YOU DON'T SEE ME USIN' *MY* TAIL, DO YOU?

I HAVE TAKEN *ENOUGH* OF YOUR ANNOYING *PRATTLE*, COSTUMED *CLOWN!*

MY TAIL DRAGS YOU *BACK* --

*TWANG!*

-- AWAY FROM MY *WINGS*, SO THAT I MAY *SOAR* UNHAMPERED AGAIN!

FREE TO *SMASH* AT YOU! TO *STRIKE!*

I HAVE NO MORE *PATIENCE* WITH YOUR MINDLESS *TAUNTS*, INSECT!

NOW I'LL HAVE *DONE* WITH YOU!

HOLY *COW!*

HE SHRUGGED ME *OFF* LIKE I WAS NOTHING MORE THAN A WEB-HEADED *FLEA!*

BUT I'M GONNA MAKE ONE HECKUVA *BIGGER* SPLAT WHEN I HIT THAN A *FLEA* WOULD.

CUT THE *CLOWNING,* PARKER! YOU'RE IN *TROUBLE!*

THOUGH I SEEM TO REMEMBER DOING THIS *ONCE* ALREADY TONIGHT!

*THERE!* SNARED MY *WEBBING* ONTO THE SIDE OF THE *BRIDGE!*

NOW -- IF ONLY I CAN AVOID A *REPEAT* OF THAT FIASCO WITH THE *TANKER--*

SWAT!

-- AND SWING MYSELF *OUT* AND *AWAY--*

-- I JUST MAY MANAGE TO LAND IN *ONE* PIECE THIS TIME AROUND!

*TA-TAA!* NO *APPLAUSE,* FOLKS --

-- JUST THROW *MONEY!*

*ADMIT* IT, WORLD! AREN'T I *MORE* FUN THAN THE *CIRCUS?*

AH! MY FANS RESPOND!

YOU WEBBED MENACE YOU'VE BLOCKED UP TRAFFIC ALL THE WAY TO FLATBUSH!

GET OUT OF THE WAY, IDIOT!

JAMESON IS RIGHT! YOU ARE A NUT!

HONK!

HONKK!

BEEEPP!

OH WELL! AT LEAST I DON'T CHARGE FOR IT!

MADE IT!

I WONDER IF ALL THIS BOUNCING IS AS HARD ON THE HULK'S FEET AS IT IS ON MINE?

HEY, HEY-- WHADDA YA SAY, WEBHEAD?

YOU POLISH OFF OUR LITTLE NIGHTMARE WITH-OUT ME?

NOPE, FURRY! I FIGURED YOU'D WANT ANOTHER SHOT AT HIM--

--SO I ASKED HIM TO CIRCLE THE PARK A COUPLE OF TIMES AND DROP BACK WHEN YOU FINALLY GOT HERE!

SEE? HERE HE COMES NOW!

A MOST ASTUTE OBSERVATION, MY FRIEND!

BUT NOW THAT HE'S BACK--

-- HAVE YOU GOT ANY SUGGESTIONS AS TO WHAT WE'RE SUPPOSED TO DO WITH HIM?

I WAS HOPING YOU'D HAVE A COUPLE, FUR-FACE!

SO! YOU STILL EXIST TO PLAGUE ME?

THIS TIME I WILL DESTROY YOU BOTH! ONCE AND FOR ALL TIME!

YOU KNOW, WEB-SPINNER! OF ALL THE SUPER-BADDIES I'VE HAD THE *PLEASURE* OF FIGHTING--

I *AGREE*, HAIRY!

-- THE GRIFFIN IS THE ONE THAT SOUNDS *MOST* LIKE A SEASON OF *RE-RUNS!*

WHAT SAY WE *CANCEL* HIM?

A SPLENDID IDEA, WALL-CRAWLER!

SHALL WE NOTIFY HIS *SPONSOR?*

NO-- I THINK WE CAN *MANAGE* IT ALL BY OUR *LONESOMES!*

IF THE *FCC* DOESN'T *OBJECT*, THAT IS!

I'M *SURE* WE COULD CONVINCE THEM THAT HE WASN'T AT ALL *ENTERTAINING* SPIDEY!

IN *FACT*-- HE WASN'T MUCH MORE THAN A LOT OF *STATIC* IN THE *END!*

*KA-PLOW!*

*ARRRGGGHHHH!*

BESIDES, I HEAR HE DIDN'T EVEN *MAKE* THE *RATINGS!*

OH WELL-- MAYBE *NEXT YEAR!*

THOUGH I KIND OF *DOUBT* IT! HE JUST DIDN'T APPEAL TO A WIDE ENOUGH *AUDIENCE!*

FRANKLY, I DON'T THINK HE APPEALED TO *ANYONE!* SHALL WE GATHER UP THE *REMAINS,* PARTNER!

OH, BY ALL *MEANS,* WEBHEAD! AFTER *YOU!*

*PHEW!* EVER SINCE *BEAME* GOT ELECTED MAYOR--

-- TRASH COLLECTING IN THIS CITY HAS BEEN *HORRENDOUS!*

PERHAPS THEY DIDN'T *REALIZE* THAT HE WAS *GARBAGE!*

WE *REALIZED* IT, HERO!

AND I'D LIKE TO *THANK* YOU GUYS FOR GETTING HIM BACK FOR US!

*AH!* NEW YORK'S *FINEST!*

WE WEREN'T REALLY *GETTING HIM* FOR *ANY-ONE,* OFFICER!

IT WAS MORE A MATTER OF MAKING SURE *HE* DIDN'T GET *US!*

BUT HE'S ALL *YOURS* -- THOUGH I CAN'T SEE *WHY* IN THE WORLD YOU'D *WANT* HIM!

PART OF THE *JOB* -- WEB-SLINGER! YOU GOTTA TAKE THE *BAD* WITH THE *GOOD!*

-- HE *MIGHT* MAKE A GOOD *PLANTER!*

A-HEM! JUST A MOMENT, OFFICERS!

UH-- MADAM-?

QUIET RENFREW! I MUST ASK YOU NOT TO INTERFERE!

WHAT'S THE PROBLEM, LADY? IT'S LATE AN' WE'D ALL LIKE TO GO HOME, SO--

PRE-CISELY!

THESE--THESE RUFFIANS HAVE HALTED TRAFFIC FOR NEARLY 15 MINUTES WHILE GOING ON WITH THEIR CHILDISH BRAWL!

MAKING ME LATE FOR A VERY IMPORTANT DINNER ENGAGEMENT!

UH-- MADAM!

WILL YOU DESIST, RENFREW? I SIMPLY MUST DEMAND RESTITUTION FROM THESE VIGILANTIES FOR MY DELAY!

BUT MADAM--!

WHAT IS IT, RENFREW! OUT WITH IT, MAN!

IT WAS NOT THEY WHO HALTED TRAFFIC, MADAM! IT WAS OUR CAR!

I -- EH-- NEGLECTED TO REPLACE A FAULTY TIRE THIS MORNING AND WE ACQUIRED A FLAT A SHORT WHILE BACK!

100 N.Y.

I -- IT WON'T HAPPEN AGAIN, MADAM!

YOU ARE CORRECT, RENFREW! IT WON'T!

YOU ARE HEREWITH DISCHARGED!

NOW FIX THAT TIRE AND TAKE ME HOME! CITY AIR IS SO BAD FOR MY SINUSES!

YOU FORGOT SOMETHIN' LADY!

LIKE AN APOLOGY TO US RUFFIANS!

THWIP!

WAY TO GO, WEB-SPINNER!

EEEK!

RENFREW!

YES, MADAM?

DON'T JUST STAND THERE! RELEASE ME!

I CANNOT, MADAM!

WHY ON EARTH CAN'T YOU?

YOU FIRED ME, MADAM!

DON'T YOU REMEMBER?

NEXT: **SPIDEY** AND THE **HUMAN TORCH** BATTLE TOGETHER AGAINST MORE **OLD VILLAINS** THAN YOU CAN **SHAKE A SNAKE AT** IN...

# ANY NUMBER CAN SLAY!

MARVEL TEAM-UP

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# MARVEL TEAM-UP™

FEATURING:

# SPIDER-MAN® AND THE HUMAN TORCH

ONE SECOND MORE--AND THE WEB-SLINGER **DIES!**

AND THERE'S *NO* WAY I CAN *STOP* HIM IN TIME!

**ANY NUMBER CAN *SLAY!***

Stan Lee PRESENTS: SPIDEY™ AND THE TORCH™ -- TOGETHER!

# CHAPTER ONE: ANY NUMBER CAN SLAY!

NEW YORK IN AUGUST.

THE VERY BEST TIME **NOT** TO PLAN A TRIP TO **FUN CITY**, AS ITS EX-MAYOR USED TO CALL IT... BEFORE **HE** GOT OUT!

THE TEMPERATURE RARELY DROPS BELOW **EIGHTY**... THE AIR HANGS **HAZY** AND **BURNS** IF IT GETS IN YOUR EYES... AND THE CLOSEST THING TO RAIN IS THE SCATTERED **DRIPPING** OF EIGHT MILLION **AIR CONDITIONERS.**

WBAI

NEW YORK IN AUGUST... A TIME WHEN ONE WOULD THINK IT'D BE TOO **HOT**...

...TO COMMIT **MURDER!**

MUSTN'T MAKE A **SOUND**... MUSN'T **ALERT** HIM!

BUT HE'S SO **LOST** IN HIS THOUGHTS I DOUBT IF HE'D EVEN **HEAR** THE SOUND OF THE **GUNSHOT** THAT **KILLS** HIM!

DREAM ON, SPIDER-MAN! DREAM YOURSELF TO **DEATH!**

PROUDLY BROUGHT TO YOU BY...

BILL MANTLO ——— WRITER
SAL BUSCEMA, MIKE ESPOSITO ——— ARTISTS
KAREN MANTLO ——— LETTERER
DON WARFIELD ——— COLORIST
MARV WOLFMAN
EDITOR

MUCHAS GRACIAS TO *YVIE PEREZ* FOR THE SPANISH TRANSLATIONS.

I'VE WAITED YEARS FOR THIS, WALL-CRAWLER!

YEARS WHEN ALL I COULD THINK OF WAS PAYING YOU BACK FOR WHAT YOU DID TO ME!

AND PAY YOU WILL.

THE HOT NOONDAY SUN GLINTS A MILLION SCINTILLATIONS OFF THE GLEAMING METAL OF THE REVOLVER IN THE SHADOWED FORM'S GLOVED HAND...

...A MILLION REFLECTIONS OF DEATH.

...A MILLION NERVE ENDS BEGINNING TO REACT AS A GLOVED FINGER SQUEEZES SLOWLY BACK UPON A TRIGGER...

...BUT A SUDDEN MOVEMENT DIVERTS THE FOCUS OF THE MOMENT, PROVIDING A TIMELY INTERRUPTION...

PEPITA! BLANCA! ES HORA PARA TU COMER!

IT IS TIME FOR YOUR DINNER, MIS AMIGAS!

...AN INTERRUPTION THAT PUTS OFF DEATH.

FOR THE TIME BEING.

BLAST IT!

HE'S TURNING TOWARDS ME! HAVE TO HIDE!

WHO--?

THE HEAT MUST BE REALLY GETTING TO YOU, WEB-HEAD. DIDN'T HEAR HIM 'TILL HE WAS ALMOST ON TOP OF ME!

LOOKS LIKE I'M NOT THE ONLY ONE CAUGHT BY SURPRISE, THO'.

--THE KID LOOKS LIKE HE JUST SWALLOWED A BOWL OF GOLDFISH!

YOU - YOU'RE SPIDER-MAN?!?

ARE YOU FOR REAL?

WANT TO PINCH ME AND FIND OUT, FELLA!

OH NO, SEÑOR SPIDER-MAN! TU ERES EL HOMBRE MAS MARVILOSO, MAS FANTASTICO MAS INCREDIBLE, MAS...

HEY! HOLD ON A SECOND!

I LOST YOU BACK ON MARVELOUS... BUT I THINK I GET YOUR MEANING!

NOW HOW'S ABOUT *SLOWING DOWN* A BIT AND TRYING IT AGAIN IN *ENGLISH?*

AS A *FAVOR* FOR AN ILLITERATE *SUPER-HERO?*

OH *SI!* I SPEAK *GOOD ENGLISH!*

*GREAT!* I'LL MAKE YOU A *DEAL*-- YOU TELL ME YOUR *NAME*, AND I'LL HELP YOU PICK UP THAT PAN OF *BIRD-SEED* YOU SPILLED ALL OVER THE *ROOF!* FAIR ENOUGH?

*THEY SHAKE ON IT AND, AS THEY BEND TO THEIR TASK...*

MY NAME IS MANUEL ARGUELLES! BUT *YOU* CAN CALL ME *MOSQUITO!*

THAT'S THE NAME I PAINT ON THE *SUBWAYS* --AND ONLY MY *FRIENDS* CAN CALL ME THAT!

SO I GUESS THAT MAKES US *FRIENDS*, HUH, MOSQUITO?

BY THE WAY WHO'S THE BIRD-SEED FOR? OR IS THIS SOME *NEW KIND* OF BREAKFAST CEREAL?

IT IS FOR MY *PIGEONS*, SEÑOR SPIDER-MAN! *COME!* LET ME *SHOW YOU!*

LEAD *ON*, MOSQUITO!

IT *SEEMS* YOU'VE GOT A *CAPTIVE AUDIENCE!*

*LOOK*, PEPITA! *EL HOMBRE ARAÑA!*

SPIDER-MAN *HIMSELF* COMES TO *SEE YOU!*

PRETTY *NIFTY*, MOSQUITO! THEY DO ANY *TRICKS?*

YOU KNOW, LIKE CARRY *MESSAGES* BACK AND FORTH OR ANYTHING?

SI, THEY ARE *MAS INTELLIGENTE!* VERY *SMART!*

BUT I DON'T *LIKE* FOR THEM TO GO TOO FAR FROM THEIR *COOP!*

*"SOMETIMES THEY DO NOT COME BACK... SOMETIMES THEY GET HURT!"*

*"FOR SURE, MOSQUITO! THIS CITY ISN'T TOO SAFE EVEN FOR BIRDS!"*

*THE SHADOW RETURNS.*

HE'S TALKIN' TO THAT *KID*-- NOT *EXPECTING* TROUBLE!

BUT HE'S GOING TO *GET IT* WHETHER HE EXPECTS IT OR *NOT!*

SAY "SO LONG" TO THE *HEAT*, SPIDER-MAN--

--IN JUST A *MINUTE*, YOU WON'T EVEN *FEEL IT!*

WHAT--? SPIDER-SENSE HAS STARTED GOING CRAZY!
THERE'S SOMETHING OVER ON THE OTHER SIDE OF THE ROOF!
THERE! I SEE HIM!
"HE'S GOING TO...
BLAM! BLAM! BLAM!
"... SHOOT!"
SEÑOR SPIDER-MAN, WHAT IS--?
BLAM!
GET DOWN, MOSQUITO! AND STAY DOWN!
BLAM!
IF YOU EVER WANT TO PLAY WITH YOUR PIGEONS AGAIN--
--DON'T MOVE!!
JUST CAUGHT A GLIMPSE OF OUR WOULD-BE KILLER--
-- BEFORE HE DUCKED BEHIND THE CHIMNEY!
BUT THE EXIT IS ON OUR SIDE--SO HE COULDN'T GET DOWN THAT WAY--
-- AND THE OTHER SIDE IS SIX FLOORS STRAIGHT DOWN--
--ENDING IN PURE PAVEMENT!
THAT MEAN'S HE'S GOT TO BE--
--GONE??
BUT HOW?? I'M EITHER CRACKING UP OR IT WAS A GHOST THAT JUST TOOK A POT-SHOT AT ME!
YET HE WAS REAL, ALL RIGHT! HE LEFT TWO SPENT CAR-TRIDGES TO PROVE IT!
THE OTHER ROOFS ARE TOO FAR AWAY FOR HIM TO HAVE JUMPED, BUT...
FACE IT, SPIDEY! SOMEBODY JUST TRIED TO KILL YOU--
--THEN DISAPPEARED IN BROAD DAYLIGHT!
SEÑOR! HELP ME! PLEASE!
MOSQUITO! CRYING!!
WALL-CRAWLER, YOU'RE AN IDIOT! STANDING AROUND TRYING TO SORT THINGS OUT--
--WITHOUT EVEN CHECKING TO SEE IF THE KID IS HURT!

HOLD ON, MOSQUITO!
I'M COMING!
YOU ARE TOO LATE, SENOR!
TOO LATE!!
HEY! MOSQUITO!
THERE-- THERE'S BLOOD ALL OVER YOUR CLOTHES!
YOU DIDN'T GET YOURSELF SHOT, DID YOU??
NO, SEÑOR! I AM NOT SHOT!
IT IS PEPITA! ELLA EST MUERTA!
SHE IS DEAD, SEÑOR!
I--I'M SORRY, MOSQUITO!
REALLY... SORRY!
BUT THAT'S JUST NOT GOOD ENOUGH--
--IS IT?
THERE'S A PARK A COUPLE OF BLOCKS FROM HERE. WHY DON'T YOU TAKE PEPITA THERE AND--
--GO AHEAD, MOSQUITO, TAKE CARE OF HER!
SI, SEÑOR! I WILL TAKE HER!
BAD THINGS HAPPEN IN THIS CITY, SEÑOR!
VERY BAD THINGS!
YEAH...
... I KNOW, MOSQUITO.
I KNOW.
THE SULPHUR STENCH OF GUNPOWDER DRIFTS IN THE SLIGHT BREEZE COMING IN FROM THE EAST RIVER...
...AND SPIDER-MAN GAZES OUT OVER THE SUN-BAKED LOWER EAST SIDE...
... THINKING.

AUGUST IN NEW YORK...

...AND FOR SOME THERE IS RELEASE FROM THE HEAT IN THE EARLY EVENING SKY...

...IN THE BREEZES THAT SCREAM PAST THE WINDSHIELD OF THE HIGH-FLYING FANTASTI-CAR...AND PAST ITS SOLE OCCUPANT...

...JOHNNY STORM, JUNIOR PARTNER IN THE FANTASTIC FOUR, PERHAPS BETTER KNOWN AS THE HUMAN TORCH.

WOW! THIS HAS GOT TO BE THE HOTTEST NIGHT OF THE SUMMER.

BUT THIS SKY-RIDE IS JUST WHAT THE DOCTOR ORDERED FOR COOLING A GUY OFF!

THOUGH IF I WASN'T SPENDING THIS FRIDAY NIGHT ALONE JUUST CHECKING OUT THE FANTASTI-CAR'S FAULTY GYRO SYSTEM, I'D APPRECIATE THE BREEZE A LOT MORE!

ON THIS NIGHT, HOWEVER, THINGS WILL GET HOTTER, FIGURATIVELY SPEAKING, LONG BEFORE THEY GET BETTER.

TO PUT IT ANOTHER WAY...

WHAT THE HEY?! A LASSO??

SOMEBODY'S ROPED THE FANTASTI-CAR!! FLIPPING IT OVER!

AND I'M FALLING OUT!

...OUT OF THE FRYING PAN...

...AND INTO THE FIRE!

BUT FALLING IS SOMETHING THE HUMAN TORCH NEVER HAS TO WORRY ABOUT!

NOT SO LONG AS I CAN--

-- FLAME ON!

AND ONCE HE HAS HALTED HIS DESCENT...

THOSE GYROS MUST BE IN WORSE SHAPE THAN REED THOUGHT IF SOMEONE WAS ABLE TO UPSET THE FANTAST-CAR WITH A CRUMMY LASSO!

AT LEAST THE GYROS WERE ABLE TO RIGHT IT AND THE AUTOMATIC CONTROLS SHOULD SEND IT BACK TO THE BAXTER BUILDING!

WHICH LEAVES ME FREE TO ZIP UP AND PAY MY RESPECTS TO A CERTAIN FIGURE FROM THE PAST!

SOMEBODY I DIDN'T THINK WOULD BE STUPID ENOUGH TO TRY ANY OF HIS IDIOTIC ROPE-TRICKS ON THE HUMAN TORCH AGAIN!

IT SEEMS I WAS WRONG, THOUGH! DOESN'T IT--

MONTANA?!!

KEE--RECT, TORCH!

'PEARS YOU AIN'T NEVER HEARD TELL O' THE STORY ABOUT BAD PENNIES--

--'BOUT HOW THEY KEEP TURNIN' UP!

* WAY, WAY BACK IN SPIDER-MAN #19, BIBLIOPHILES! HOW'S THAT FOR NOSTALGIA?-- MARV.

EVER SINCE SPIDER-MAN AND I POLISHED OFF YOU AND THE OTHER ENFORCERS--*

--I ALMOST FORGOT ABOUT YOU!

I NEVER THOUGHT YOU'D DARE TRY AND ATTACK ME NOW!

WHY NOT, TORCH? YOU'RE A LITTLE OLDER--MEBBE A LITTLE STRONGER--

-- BUT YOU'RE STILL A WET-NOSED PUNK TO OL' MONTANA!

BOY, HAVE YOU BEEN OUT OF TOUCH, COWBOY!

OR DID YOU FIGURE I'D JUST SIT STILL WHILE YOU TOSSED THIS SILLY LASSO AROUND ME?

ALL I NEED DO IS INCREASE MY FLAME A BIT--

--AND YOU'RE OUT ONE ROPE, ROY ROGERS!

NOW I WANT A FEW ANSWERS AS TO WHY YOU PULLED THIS LITTLE ACT OF YOURS!

START TALKING, MONTANA! BEFORE I REALLY GET MAD!

HE HAS NO REASON TO FEAR YOU, TORCH!

NO REASON AT ALL!

WHO IN BLAZES ARE YOU?

MEET MUH BOSS, TORCH! AN' THET HOSS-PISTOL HE'S POINTIN' YOAH WAY--

--IS LOADED UP WITH SOME KIND O' GAS--

PUMPH!

--'SPECIALLY DESIGNED TO SNUFF OUT THET THERE FLAME O' YOURS!

HE'S RIGHT!

WHOOSH!

FLAME'S GOING OUT!

OKAY, FELLA! MY FLAME'S *GONE!*

BUT THE HUMAN TORCH IS NO *SLOUCH* WITH HIS *FISTS!*

HIS *TEACHER* WAS A GENT BY THE NAME OF *BEN GRIMM*-- ONE OF THE *BEST FIGHTERS ALIVE!*

YOU MIGHT NOT HAVE *HEARD* OF HIM,, HOT SHOT-- BUT HE'S SOMETIMES CALLED *THE THING!*

YEAH -- BUT *HE* AIN'T *HERE,* TORCHIE -- AND *YOU ARE!*

*KRAMM*

*UNHHH!*

AN' *FANCY DAN* ONLY WORRIES ABOUT THEM WHAT'S IN *FRONT* OF HIM!

CARE FOR *ANOTHER KICK,* WISE GUY?

*SO!* THE WHOLE *BARREL* OF BAD APPLES IS *BACK!*

AND ALL *ROTTEN* TO THE *CORE!*

I HEAR FROM *DAREDEVIL* THAT YOUR OTHER MEMBER --THE *OX*-- GOT HIM-SELF *KILLED,* THO'!

TOO BAD *YOU TWO* DIDN'T FOL-LOW HIS *EXAMPLE!*

WATCH THE *MOUTH,* PUNK!

*WHAM!*

YOU SURE DO PACK A *WALLOP* FER A *LITTLE GUY,* DANIEL!

GOT TO KEEP THEM *BUSY*-- 'TILL I CAN *FLAME ON* AGAIN!

ONLY HOPE I'M STILL *ALIVE* BY THEN!

*BUT THE FIGURE IN THE SHADOWS HAS OTHER PLANS,,, JOHNNY STORM.*

...AND THE PROSPECT OF YOU REGAINING YOUR **FLAME** IS DEFINITELY **NOT** INCLUDED IN THOSE **DESIGNS!**

**KER-WAP!**

SWEET DREAMS, TORCH!

**THAT** DID HIM, BOSS!

NOW I'LL JUST **HOSE HIM DOWN** LIKE YOU **TOLD ME--**

--AN' **BLUE-BOY** HERE WON'T BE LIGHTIN' UP FOR AT **LEAST** ANOTHER **HOUR!**

**THERE!** IT'S **DONE!**

**FWOOSH!**

AN' I'LL DO MAH **PART!**

EVEN IF TORCHIE **DOES** WAKE UP-- THESE HERE **ASBESTOS ROPES** WILL KEEP 'IM **TRUSSED** 'TILL WE CAN HOSE HIM DOWN **AGAIN!**

**GOOD!** EVERYTHING IS GOING ACCORDING TO **PLAN!**

THE **SHOOTING INCIDENT** THIS AFTERNOON HAS WHETTED SPIDER-MAN'S **CURIOSITY--**

-- AND HE WILL BE COMBING **THIS AREA** OF THE CITY FOR THE MAN HE THINKS TRIED TO **KILL HIM!**

WITH OUR CAPTURE OF THE **TORCH**, WE POSSESS THE **BAIT** WITH WHICH TO LURE HIM INTO THE **TRAP!**

**SOON** OUR REVENGE WILL BE **COMPLETE!** BEFORE THIS NIGHT IS DONE--

--BOTH **SPIDER-MAN** AND THE **HUMAN TORCH WILL BE NO MORE!!**

NIGHT... AND HIGH ABOVE THE LIGHTS OF THE CITY'S STREETS...

YOU MAY NOT BE THE BRIGHTEST LITTLE WEB-SLINGER IN THIS OLD TOWN, PARKER--

-- BUT YOU SHOULD STILL HAVE ENOUGH BARGAIN-BASEMENT COMMON SENSE TO SMELL A RAT--

--ESPECIALLY WHEN THE COLOGNE HE'S WEARING REEKS OF "SET UP"!

THAT LITTLE AMBUSH THIS AFTERNOON WAS JUST A WEE BIT TOO CALCULATED!

AND SOMETHING TELLS ME THAT I'LL FIND OUT WHY TONIGHT!

SO-- GET COMFOR-TABLE, WEB-HEAD! YOU'RE IN FOR A LOOONG NIGHT OF HANGING AROUND BEFORE --

WHOOPS! SPOKE TOO SOON!

EITHER IT'S CONVENTION-TIME IN LITTLE ITALY--

--OR THEY'RE FILMING GODFATHER III--

--OR YOU'VE STUMBLED INTO A GENUINE GANGLAND MEETING-PLACE, SPIDEY!

AS THEY SAY IN LIT. CLASS -- THE PLOT THICKENS!

GET THE CARS INTO THE GARAGE, LOUIE-- THEN YOU AN' THE REST O' THE BOYS MEET ME INSIDE!

GOTCHA, BOSS!

WOW! THIS IS REALLY NEAT! JUST LIKE THE UNTOUCHABLES!

THEY'RE GOING INTO THE ABANDONED WAREHOUSE--

KEEP YOUR HEATERS READY, LOUIE!

JUST IN CASE!

RIGHT, BOSS!

KAREN

BILL

DAVE 2U

SAL

MIKE 10

-- WHICH GIVES ME JUST A FEW SECONDS TO SET-UP MY TRUSTY CAMERA SO I GET SOME PIX FOR JOLLY J. JONAH J. --

-- AND THEN IT'S "ELIOT NESS TIME" FOR YOUR FRIENDLY NEIGHBORHOOD SPIDER-MAN!

UH-OH. BETTER **LOOK** BEFORE YOU **LEAP**, PARKER! THE SHOW'S NOT OVER **YET!**

BUT WHAT'S A **HEARSE** GOT TO DO WITH THIS LITTLE **GATHERING?**

**SKREEE!**

THEY'RE **OPENING** THE BACK--AND NOW A COUPLE OF PLUG-UGLIES ARE TAKING OUT A **COFFIN!**

**EASY** WIT DAT, YOU MUGS!

DA BOSS'LL HAVE YOUR **TAILS** IF YOU **DROP IT!**

WAREHO

IF YOUSE IS SO **WORRIED**, LEFTY --WHY DON'CHA **SHUT UP** AN' GIVE US A **HAND!**

YOU **HEARD** THE MAN, LEFTY! **LIFT!**

FROM THE WAY THOSE BIRDS ARE **GRUNTING**, THAT THING MUST BE **FULL**--OF **SOMETHING!**

**CRIPES!** DEY DIDN'T **TELL US** DEY WAS SHIPPIN' A **LEAD FACTORY** IN DIS T'ING!

LESS **TALK**-- MORE **WALK** BIG MOUTH! IF YOUSE WANTS TA STAY **HEALTHY**, DAT IS!

**SO FAR** ALL I'VE GOT ARE PICTURES **THAT ARE SO TAME** THEY WOULDN'T EVEN MAKE THE **COMICS SECTION!**

**WAIT UP,** WEB-HEAD! EITHER SOMEBODY'S INVENTED A NEW WAY OF **DYING**--

--OR WHOEVER'S **INSIDE** THAT IS STILL **ALIVE!**

WHO EVER HEARD OF A COFFIN WITH **AIR-HOLES??**

HO-KAY, HERO! AS THE FISH SAID TO THE **WORM**--

WAREHOUSE

SAL

MIKE

**--I'LL BITE!**

AND THE ONLY WAY I'M GOING TO FIGURE **ANY** OF THIS MESS **OUT**--

--IS FROM THE *INSIDE!*

HOLD THE *DOOR*, LEFTY! YOU'VE GOT *GUESTS!*

SPEED IT *UP*, LEFTY! DIS T'ING AIN'T NO *FEATHER-WEIGHT!*

AWRIGHT, AWRIGHT! I ONLY GOT *TWO HANDS*, AIN'T I?

I WONDER WHAT THE ANSWER'LL BE TO--

SO WHY DON'TCHA *USE 'EM*, JERK?

*PREDICTABLE!*

YOU EXPECTED *ORIGINALITY* IN THESE REFUGEES FROM A GRADE-B GANGSTER FLICK WEB-HEAD?

AH-*HAH!* THEY'RE LETTING IT *DOWN!*

AND THEY'RE STILL *TREATING IT* LIKE THE TREASURE OF THE *INCAS* WAS INSIDE IT!

SET 'ER DOWN *EASY*, JOKERS!

DA BOSS'LL BE HERE ANY *SECOND*-- AN' HE DON'T WANT IT *BANGED UP* NONE!

*CORRECTION*, SCAR--

--THE *BOSS* IS HERE *NOW!*

ALLOW ME TO *INTRODUCE* MYSELF, GENTLEMEN--

--*I* AM KNOWN AS THE *BIG MAN!*

AND THE PAIR YOU SEE *BEHIND ME* ARE MY--ER-- *BODYGUARDS!*

MONTANA AND FANCY DAN--*THE ENFORCERS!!*

HOLY JUMPING CRUD! THIS IS IMPOSSIBLE!

FREDERICK FOSWELL WAS THE BIG MAN--BUT HE'S BEEN DEAD FOR YEARS!

SO WHO--??

*SEE SPIDER-MAN #52 FOR THAT ONE--MARV.

MONTANA! DAN! OPEN THE COFFIN, PLEASE!

LET OUR GUESTS SEE WHAT IT IS WE'RE AUCTIONING OFF!

RIGHT AWAY, BIG MAN!

OMIGOD! WILLYA LOOK AT THAT!!

I DON'T BELIEVE IT!

YET IT IS REAL, GENTLEMEN!

NOW, ONE AT A TIME-- WHAT AM I BID FOR THE CHANCE OF A LIFETIME?

THE CHANCE TO PURCHASE-- FOR WHATEVER PURPOSE YOU MAY WISH--THE ONE AND ONLY HUMAN TORCH!

SHALL I START THE BIDDING AT ONE MILLION, GENTLEMEN?

OH, TORCHIE--WHAT IN THE BLAZES HAVE YOU GOTTEN YOURSELF INTO NOW?

AND HOW IN HECK DO I GET US OUT OF IT??

YOU START IT WHENEVER YOU WANT, BIG MAN!

I'LL PAY ANY PRICE FOR A CHANCE TO RUB OUT THE TORCH!

OH BROTHER-- HE REALLY MEANS IT!

THE WHOLE THING STILL READS 'TRAP' THO', WEB-HEAD!

LIKE SOMEHOW THEY KNOW I'M COMING!

KILL HIM?? THAT'S NUTS, SCAR!

REED RICHARDS WILL PAY A FORTUNE TA GET THE PUNK BACK, AN' ONCE WE GOT THE DOUGH THEN WE CAN WASTE HIM!

QUIT BEING PARANOID, HERO!

THEY CAN'T POSSIBLY KNOW I'M HERE!

MAYBE THAT SHOOTING TODAY WAS JUST A COINCI-DENCE!

NUTS! I'M JUST WASTING TIME! C'MERE, CHUCKLES--

WOK!

--YOU'RE JUST ABOUT MY SIZE!

YECCHH! IMITATION SHARKSKIN!

=ULPMPHH--=

OH WELL -- WHAT CAN YOU EXPECT FROM SECONDS?

WHAT YOU DO WITH HIM IS YOUR CONCERN! RIGHT NOW THE BIDDING STILL STANDS AT ONE MILLION GENTLEMEN!

ONE MILLION FIVE, BIG MAN!

TWO MILLION!

I'LL PAY ANY PRICE FOR THAT HUNK O' SUPER-HERO!

IS IT OVER SO SOON, GENTLEMEN?

YOU DISAPPOINT ME.

NO! WAIT! ER--

--HOW DO WE KNOW' HE'S THE REAL HUMAN TORCH?

HEY! DA LITTLE GUY'S GOT A POINT DERE! MAYBE DAT AIN'T DA TORCH! MAYBE HE'S JUST A RINGER!

WHAT ASSURANCES CAN I OFFER YOU, GENTLEMEN?
THE 'PRODUCT' IS GENUINE! YOU HAVE MY WORD ON IT!
UH-- DAT AIN'T GOOD ENOUGH, BIG MAN!
I MEAN-- I DON'T BUY NUTTIN' 'TILL I EXAMINES IT.
DIS GUY LOOKS A LITTLE TOO DUMB TA BE DA REAL TORCH!
WHY YOU DIRTY CRUMB! I'LL GIVE YOU DUMB IF I EVER GET OUT OF--
SPIDEY-- ULP!
ER--LIKE I SAID, BIG MAN!
DUMB! LOOK AT DEM VACANT EYES!
AN' HOW COME HE AIN'T FLAMIN' ON?
MAYBE IT'S DIS GLASS CASE YOU GOT HIM IN--
--DON'T GIVE HIM ENOUGH AIR TO LIGHT UP WITH!
BACK OFF, PARD! NOBODY TOUCHES THE MERCHANDISE!
YEAH! I BET DATS IT!
SO MAYBE IF DA GLASS WAS BROKEN--
--LIKE SO--
SKRASSH!
HOLY JOE! DA--DA TORCH IS FREE!
IT'S THET LIL GUY! HE DONE IT A' PURPOSE!
SO HE DID COME! ALL OF YOU LISTEN!!
HE'S SPIDER-MAN! HE'S HERE!
TWO POINTS FOR THE MAN WITH THE MASK, WEB-HEAD!

BUT NO CIGAR, TORCH!

RIP PPP

NOW TO MAKE LIKE STEVE REEVES AND SHED THIS DELANCY-STREET SPECIAL!

GET HIM, MONTANA!

I DIDN'T RECKON ON SPIDAH-MAN, BOSS--

BZ

--BUT I FIGGER ONE O' THEM LONG-JOHNNED CREEPS IS THE SAME AS T'OTHER!

UNFFFF!

NOW THAT'S WHERE YOU'RE WRONG, COW-BOY--

WHAM!

--I'M NOTHING LIKE THE TORCH!

I'M PRETTIER!

MONTANA, YOU FOOL! HE'S--

HE'S DOING WHAT I'M GOING TO DO ONCE I REACH YOU, BIG MAN!

BUT FIRST I'VE GOT TO TEACH YOUR STREET-CORNER MAGGIOSA HERE NOT TO PLAY WITH POP-GUNS--

--OR THEY MIGHT GET HURT!

HE--HE MELTED MY GUN!!

JUST FLY A LITTLE CLOSER, BOY-O! LEMME GET A GOOD SPRAY ATCHA!

I FELL FOR THAT STUFF ONCE TONIGHT, ENFORCER!

--YOU DON'T REALLY EXPECT ME TO GO FOR IT TWICE!

DO YOU?

FWOOM!

HMMM --CAT GOT YOUR TONGUE?

GET THEM! KILL THEM BOTH!

THIS IS THE DAY I'VE WAITED FOR!

THE DAY SPIDER-MAN DIES!

I DON'T KNOW WHO YOU ARE, LOUDMOUTH.

-- AND RIGHT NOW I DON'T REALLY CARE!

ALL I KNOW IS THAT THE REAL BIG MAN WAS A FELLOW BY THE NAME OF FREDERICK FOSWELL--

H-HEY!! H-HE W-W-WEBBED MY M-M-MACHINE GUN!

MINE TOO!

-- AND FOSWELL REPENTED-- WENT STRAIGHT IN THE END! HE DIED A HERO,* BIG MAN!

AND YOU'RE DIRTYING HIS MEMORY! MISTER, YOU'RE GOING TO PAY FOR THAT!

NO! IT'S NOT THE WAY YOU SAY!

KEEP BACK!!

ME -- I'M GETTIN' OUT OF HERE! I DIDN'T BARGAIN ON TANGLIN' WIT DAT WEIRDO WALL-CRAWLER!

*ALSO IN SPIDEY #52. -- MARV.

THE BIG MAN DOESN'T SOUND SO BIG ANYMORE ... DOES HE, SPIDEY?

NOPE, MATCH-HEAD --THEY NEVER DO WHEN THEY'RE BEATEN!

THE BIG MAN MAY BE FINISHED MY WEBBED FRIEND!

BUT THE GAME ITSELF IS FAR FROM OVER!

WHO--??

UH-OH! WE'RE IN FOR IT NOW, WEB-HEAD! UNLESS I'VE BECOME MYOPIC IN MY OLD AGE, THAT'S--

THE SANDMAN, PUNK--AN' DON'T YOU FORGET IT!

I DROPPED MY FANCY COSTUME, THO' --AN' WENT BACK TO MY OLD OUTFIT! KINDA OUT OF NOSTALGIA!

ENOUGH, SANDMAN! THIS IS NOT A FASHION-SHOW!

IT IS MORE OF A PURGE! A CLEANING OUT, AS IT WERE, OF THE VARIOUS ELEMENTS THAT MAKE ORGANIZED CRIME IN THIS CITY--DIFFICULT!

AND THAT MEANS ANY ELEMENTS THAT ARE IN OPPOSITION TO--THE CRIME-MASTER!

BUT--THE CRIME-MASTER'S DEAD! KILLED BY THE POLICE YEARS AGO!

THIS IS ALL SOME KIND OF NIGHTMARE!

THEN WE'D BETTER WAKE UP FAST, WEB-HEAD!

--OR WE MIGHT NOT LIVE TO WAKE UP AGAIN!

*SPIDEY # 27 -- MARV.

NEXT: SPIDEY, THE TORCH, THE BIG MAN, THE ENFORCERS, SANDMAN AND THE CRIME-MASTER AND...AS IF ALL THAT ISN'T ENOUGH...HANG ONTO YOUR DEVALUED QUARTERS, PILGRIMS, 'CAUSE HERE COME...THE SONS OF THE TIGER!! DON'T MISS IT!

MARVEL TEAM-UP

MARVEL COMICS GROUP™

APPROVED BY THE COMICS CODE AUTHORITY

25¢ CC | 40 DEC 02147

# MARVEL TEAM-UP™

FEATURING:

# SPIDER-MAN®

AND THE

# SONS OF THE TIGER™

BECAUSE YOU *DEMANDED* IT--*SPIDEY* AND THE **HUMAN TORCH** ARE *TOGETHER* AGAIN!

SIDE-BY-SIDE WITH MARVEL'S MIGHTIEST **MASTERS OF THE MARTIAL ARTS!**

BUT CAN EVEN THE *TIGER SONS* SAVE OUR HEROES FROM THE MENACE OF... **CRIME-MASTER** AND THE **BIG MAN!**

BETTER PUT ON YOUR **SUN-GLASSES**, MARVELITES, 'CAUSE **BILL MANTLO**, Writer -- **SAL BUSCEMA** AND **MIKE ESPOSITO**, Artists -- **KAREN MANTLO**, Letterer -- **JANICE COHEN**, Colorist AND **MARV WOLFMAN**, Editor -- HAVE PULLED OUT ALL THE STOPS TO BRING YOU THE MOST DAZZLING LIST OF LUMINARIES IN THE **MIGHTY MARVEL** ROSTER OF **HEROES** AND **VILLAINS** EVER TO BE **ASSEMBLED** IN THE PAGES OF **ONE MAGAZINE!**

Stan Lee PRESENTS...

SPIDER-MAN!

THE HUMAN TORCH

THE ENFORCERS and the MALIGNANTLY MURDEROUS BIG MAN!

THE CRIME-MASTER!

THE SANDMAN!

AND IN THEIR FIRST FULL-COLOR APPEARANCE ANYWHERE... THE SONS OF THE TIGER

AND AS IF ALL THAT ISN'T ENOUGH..

--GET A LOAD OF THIS!!

YOU'VE FAILED, BIG MAN! FAILED!

SOON THERE WILL BE NONE WHO WILL DOUBT THAT IT IS THE CRIME-MASTER WHO IS THE LORD OF THE UNDER-WORLD!

ALL THEM WORDS AIN'T STOPPIN' THOSE TWO HEROES, CRIME-MASTER!

SKROWW!

POW POW POW

FWOOSH! FWOOSSH!

WHO AM I KIDDIN'?? THERE AIN'T NO WAY IN THE WORLD TA STOP DA HUMAN TORCH WIT BULLETS!

DEM GUYS IS MOVIN' TOO FAST--EVEN FOR FANCY DAN!

UNFFFF!

YEEOW!

ATTABOY, SANDY! YOU TELL HIM!

NOT THAT IT'LL DO ANY GOOD! HEAVIES LIKE CRIME-MASTER ALWAYS GO IN FOR LONG-WINDED SPEECHES!

HOL' STILL, YUH WALL-CRAWLIN' IDJIT!

KILL THEM! KILL THEM BOTH!

I CARE NOTHING FOR DOMINATION OF A MISERABLE PACK OF MOBSTERS! I WANT SPIDER-MAN-- AND REVENGE!

COMES FROM WATCHING TOO MUCH TELEVISION, TORCHIE!

WHOOPS! ALMOST GOT ME THAT TIME, MONTANA! BUT ONLY ALMOST!

BLAM!

SKREEOW!

DERE AIN'T NO WAY TA STOP DEM TWO!

NO WAY!

AND IN CASE YOU THOUGHT WE'D SOMEHOW FORGOTTEN TO GIVE ALL THIS A TITLE...

# MURDER'S BETTER THE SECOND TIME AROUND!

SO MUCH FOR INTRODUCTIONS! FROM HERE ON IN IT'S NON-STOP ACTION!

BLAST AWAY, BUTTERCUP!

I'LL JUST HANG AROUND UNTIL YOU GET TIRED--

BLAM!

BLAM!

--AND THEN DROP BACK IN FOR MORE OF THIS EXCITING GANGLAND MELODRAMA!

OOOPS! LOOKS LIKE THE BOBSEY TWINS DON'T SEE THE HUMOR OF THIS SITUATION QUITE THE WAY I DO!

DAT'S RIGHT, YA WEB-HEADED FREAK!

GET 'IM, DANIEL -- AFORE HE CAN--

CAN WHAT COWBOY?

HMMM--NO ANSWER!

WHUFF!

SRAMM!

LOOK OUT, MONTANA! HE'S--

THINK YOU'RE PRETTY SMART, HUH, WEB-HEAD?

THEN HOW COME YOU FLIPPED RIGHT INTO THE PATH OF MY SUPER-HARD FIST!

JUST LUCK, I GUESS!

WHOM

ARRR! I MISSED HIM!

BUT IN AVOIDING THE BLOW, SPIDEY IS THROWN OFF BALANCE, AND...

THEN THIS IS WHERE YOUR LUCK RUNS OUT, SPIDER-MAN!

FOREVER!

WEB-HEAD! LOOK OUT!

YOU'RE TOO LATE, TORCH! SPIDER-MAN IS FINISHED!

KRAK!

UNHHH!

YOU FILTHY--!

HIS BACK WAS TURNED!

SANDMAN! WE ARE ALL IN THIS TOGETHER!

YEAH! I GET YOUR DRIFT, BIG MAN!

UNHHH!

TRY AN' KEEP YOUR FLAME WHEN YOU'RE COVERED IN SAND, KID! JUST TRY!

HE WON'T TRY FOR LONG, SANDMAN!

WHAP!

AND SINCE WE'VE SUDDENLY FOUND OURSELVES ALLIED WITH THE COMPETITION--

"-- I THINK PERHAPS WE SHOULD GIVE THEM A HAND WITH THEIR MOST IMMEDIATE PROBLEM!"

C'MON, YOU GOOF-OFFS! HE'S ONLY ONE SCRAWNY LITTLE GUY!

CORRECTION, CUDDLES!

ONE SCRAWNY LITTLE SPIDER-MAN! THERE IS A DIFFERENCE, YOU KNOW!

HIT 'IM! HE CAN'T KEEP TALKIN' WITH A MOUTH FULLA KNUCKLES!

I CAN'T TELL IF IT'S HIM I'M HITTIN'... OR LEFTY!

IT'S ME, YUH DIM-WITTED BABOON! LOOK OUT-- HE'S GONNA--

TSK-TSK! NAME-CALLING IS SO ILL-MANNERED!

SPLOT

KER-RAM

AND IT SIMPLY CAN'T BE ALLOWED IN THE CIRCLES THAT I SWING IN!

BRAKK!

SO, AS A NOTED SAGE HAS BEEN KNOWN TO REMARK--

--EITHER SHAPE UP OR SHIP OUT, FELLA!

SPRAMM!

CHKROW!

PREFERABLY BOTH!

THEY JUST DON'T MAKE THOSE HOODS THE WAY THEY USED TO!

ONE LITTLE EXCHANGE OF FISTICUFFS AND THEY'RE OUT FOR THE COUNT!

NOW TO SEE HOW THE TORCH IS DOING--

UH-OH! MAYBE I'D RATHER NOT SEE!

OH TORCHIE-- WHAT AM I GOING TO DO WITH YOU?

YOU ARE GOING TO DIE WITH HIM, SPIDER-MAN!

YOU HEARD THE MAN, WEB-HEAD! ONE FUNNY MOVE AN' YOUR PAL HERE GETS IT!

HE'S HAD IT, BIG MAN! HE KNOWS HE'S LICKED!

BUT KNOWING IT IS NOT ENOUGH, CRIME-MASTER!

HE MUST BE MADE TO TASTE THE BITTER ASHES OF DEFEAT--

--AS I HAVE HAD TO TASTE OF THEM ALL THESE MANY MONTHS!

AS I HAVE SUFFERED--

SPKAK!

UNNRRR--!

--SO MUST HE BE MADE TO SUFFER!

WE HAVE NO QUARREL, CRIME-MASTER! ALL I WANT IS SPIDER-MAN! WHAT YOU DO WITH ORGANIZED CRIME IS YOUR AFFAIR!

WE MAY HAVE A PROBLEM, BIG MAN! 'CAUSE, YOU SEE--

--I WANT SPIDER-MAN TOO!

BUT WHATEVER THE BIG MAN'S **REACTION** MAY BE TO **THAT** LITTLE BOMBSHELL WILL HAVE TO **WAIT**...

...AS WE CUT TO A RUN-DOWN **KUNG FU SCHOOL** IN AN ABANDONED WAREHOUSE ON THE LOWER EAST SIDE...

...AND FOCUS ON THE FIGURES OCCUPYING THE CENTER OF A **PRACTICE MAT**... FACING EACH OTHER IN THE BASIC **DEFENSE** POSTURE OF THE **MARTIAL ARTS**.

WHENEVER YOU'RE **READY**, LIN.

I AM READY **NOW**, ROBERT!

BOB DIAMOND **LUNGES**, SHIFTING ALL OF HIS WEIGHT INTO THE DIRECTION OF HIS **BLOW**...

...BUT THE **OBJECT** OF THE BLOW HAS **MOVED**...

...AND BOB'S **OWN** FORCE IS TURNED NEATLY **AGAINST** HIM...

YOU MOVE TOO **QUICKLY**, ROBERT--WITH-OUT **THOUGHT**!

HEY--!

...AND HE **LANDS** EXACTLY WHERE LIN SUN HAS **MEANT** FOR HIM TO LAND...

...ON THE HARD UNYIELDING **FLOOR**.

**KRAMM**

EVER SEE ANYTHIN' LIKE **THAT**, LOTUS?

I MEAN, FOR A **SECOND** THERE, BRO' --YOU WERE **FLYIN'**!

CAN I GIVE YOU A HAND **UP**, MR. DIAMOND!

UH--OH **SURE**!

PERHAPS YOU SHOULD TELL THEM ABOUT THE **NOISES** WE'VE BEEN HEARING, ABE!

**RIGHT**! SOUNDS LIKE SOMEBODY'S TOSSIN' **CANNON-BALLS** AROUND NEXT DOOR-- THOUGHT MAYBE WE SHOULD GO AN HAVE US A **LOOK-SEE**!

WHY? IT'S PROBABLY ONLY **RATS**!

THE ADJOINING BUILDING IS SUPPOSEDLY **DESERTED**, AND THE NOISE WE'VE BEEN HEARING IS TOO **LOUD** TO BE **IGNORED**!

IT BEARS LOOKING **INTO**! LOTUS?

I WILL GO **WITH** YOU, LIN SUN!

CARE FOR ANOTHER TRY AT THAT **HIP-TOSS**, BROTHER MAN?

I--SURE, ABE.

WHY **NOT**?

IF ABE BROWN **NOTICES** THE LOOK ON HIS FRIEND'S **FACE** AS THE WOMAN HE LOVES WALKS OFF WITH HIS **BEST FRIEND**, HE KEEPS IT TO **HIMSELF**.

AFTER ALL, IT'S SOMETHING BETWEEN THE THREE OF THEM... LOTUS, LIN, AND BOB...

...AND THE SONS OF THE TIGER ARE A TEAM, AREN'T THEY?

NEITHER ONE WOULD DO ANYTHING TO HURT THE OTHER... WOULD THEY?*

WE CAN REACH THE REAR DOOR THRU THIS ALLEY WAY!

*FOR THE ANSWER TO THAT OMINOUS QUESTION, SEE DEADLY HANDS OF KUNG FU #19-- MARV.

LIN SUN -- I --

THERE'S NO NEED TO SAY ANYTHING, LOTUS!

WHEN THE PROPER TIME COMES, BOB WILL BE TOLD HOW WE FEEL ABOUT EACH OTHER.

LOOK THERE! A LIGHT FROM BENEATH THE DOOR!

WE WERE WRONG! IT IS NOT DESERTED!

THE TROUBLED PAIR TRY THE DOOR...AND TO THEIR SURPRISE IT SWINGS INWARD UPON A BLACKENED CORRIDOR, THE END OF WHICH IS FEEBLY LIT BY THE FLICKERING INCANDESCENCE WITHIN A ROOM STILL FURTHER ON...

...AND THEY FOLLOW BOTH THE LIGHT AND MUFFLED VOICES DOWN THE DEBRIS-STREWN HALL-WAY.

UNTIL...

LIN SUN! WHAT IS IT ??

BUT FOR SOME THINGS, THERE ARE NO WORDS!

ALL RIGHT! YOU ALL HEARD THE BIG MAN AND ME! WE BOTH WANT SPIDER-MAN-- FOR PERSONAL REASONS--

--SO WE'RE GONNA LEAVE IT UP TO YOU TO SAY WHO GETS HIM!

WHAT ABOUT ME? DON'T I HAVE ANY SAY IN THIS?

HAW! JUST LISTEN TO DA PUNK! HE AIN'T GOT A PRAYER!

NO! I'VE WAITED TOO LONG-- PLANNED TOO HARD FOR THIS! HE'S MINE--

--AND I'LL KILL HIM NOW BEFORE I'LL GIVE HIM UP TO YOU!

HEY! WATCH WHERE YOU POINT THAT THING!

LOTUS! GET THE OTHERS--

--I DON'T KNOW WHAT'S GOING ON--

--BUT THERE'S NO WAY I'M GOING TO LET A PACK OF COLD-BLOODED KILLERS SHOOT A MAN WHO CAN'T FIGHT BACK!

GGNNNN--!

KA-THWAM!

WHO DA HECK IS THAT??

I DUNNO-- BUT GET HIM! HE WASTED DA BIG MAN!!

FOR A FEW SECONDS THERE ARE NO SOUNDS SAVE THE HARSH **BARK** OF GUNFIRE, LABORED BREATHING...

...AND THE SHARP SNAP OF BREAKING **BONE** BENEATH FIERCELY FLAILING **FISTS**...

...AND THEN ALL **HELL** BREAKS LOOSE AS LIN SUN IS **JOINED** BY TWO GRIM-FACED FIGURES...

WHAT'S GOIN' **DOWN**, LIN?

...AND THE **SONS OF THE TIGER** ARE MOST DEFINITELY **HERE!**

HAVEN'T HAD **TIME** TO FIGURE IT **OUT** YET, ABE--

--BUT THEY'VE GOT **SPIDER-MAN** AND THE **HUMAN TORCH** IMPRISONED!

AN' WE'RE GONNA GET **YOU** NEXT, SLANT-EYES!

MAYBE--AN' MAYBE **NOT**, FRIEND!

**SKRAMM!**

LEAST WAYS, THINGS MAY LOOK A BIT **DIFFERENT** WHEN THIS HERE **GLASS CASE** YOU'RE HOLDING THE TORCH IN GETS **SHATTERED** BY A GOOD OL' KUNG FU **WALLOP!**

THANKS, FELLA--

--I COULDN'T FLAME ON AS LONG AS THERE WAS TOO LITTLE **AIR** INSIDE THE CASE TO SUPPORT MY **FLAME**--

--BUT THERE ISN'T **ANYTHING** HOLDING ME BACK **NOW!**

OH **CRIPES!** THE TORCH IS **FREE!**

**NO!** THIS IS ALL GOING **WRONG!**

THEIR **INTRUSION** HAS SPOILED **EVERYTHING!**

NOT TO **WORRY**, BOSS!

**STAKTT**

FANCY DAN AIN'T NO **SLOUCH** HIMSELF WHEN IT COMES TA FANCY **FIST-WORK!**

AND LIKE DEY SAY IN **FLAT-BUSH**-- "HIT 'EM WHERE IT **HURTS!**"

WHAT THE--?

I DON'T KNOW WHAT **YOUR** PROBLEM IS, **SMALL FRY**--

**DANIEL!** LOOK **OUT**-- OOOFF!

--BUT YOU'RE OUT OF YOUR **LEAGUE** IF YOU THINK A CHOP LIKE **THAT** IS GONNA TAKE OUT **BOB DIAMOND!**

**WHAM**

THERE, SPIDER-MAN! WHILE THE OTHERS OCCUPY YOUR CAPTORS--

--YOU ARE FREE!

TRAKK

LADY, YOU'VE JUST MADE THIS LITTLE WEB-SLINGER AS HAPPY AS A HOT DOG!

"AND MAYBE I CAN RETURN THE FAVOR BY BAILING YOUR FRIENDS OUT OF THE FIX THEY'RE ABOUT TO GET INTO!"

THE BLACK DUDE IS TOO BUSY WITH CRIME-MASTER TO SEE ME COMIN'--

YA CRUD! REAL EASY TO KILL SOME JOKER THAT'S ALL TRUSSED UP, AIN'T IT?

UNNHHH!

--WHICH IS JUST TOO BAD!

FOR HIM, THAT IS!

KA-POW!

UNGHHH--!

HE GOT ABE! ALMOST SMASHED HIM THRU THE FLOOR!

AND OUR BLOWS ARE USELESS! THEY PASS THRU HIS SAND-LIKE FORM WITHOUT ANY EFFECT!

BUT I CAN AFFECT YOU-- ONCE I GET MY HANDS ON YOU!

THEN MAYBE SOMEBODY SHOULD TELL YOU TO KEEP YOUR HANDS TO YOURSELF, SANDY!

THWP

THWP

SPIDER-MAN! I FORGOT ABOUT YOU!

BUT THIS BLASTED WEBBING CAN'T HOLD ME FOR LONG!

HE-- HE'S CHANGING TO SAND RIGHT BEFORE OUR EYES!

GONE! THERE IS NOTHING LEFT BUT A PILE OF SAND!

CAREFUL, PAL! HE CAN REGROUP THOSE MOLECULES OF HIS AT WILL--

AN' BECOME HARD ENOUGH TO SMASH YOU OFF BEFORE YOU KNOW WHAT'S GOIN' ON!

SO MUCH FOR THE FISTS OF FURY HERE!

AN NOW FOR SOMETHING I'VE BEEN WAITING A *LONG* TIME FOR!

IF YOU MEAN *ME*, CHUCKLES--

--THE FEELING IS DEFINITELY *NOT* MUTUAL!

NOW, *LEGGO*--

-- AND LET'S SEE A BIG *SMILE*, SANDY, 'CAUSE... AS *BEN GRIMM* WOULD SAY:

"IT'S *CLOBBERIN'* TIME!"

*K'ER-PLOW*

HMMM! DOESN'T HAVE QUITE THE SAME *RING* WHEN *I* SAY IT!

*KRASH!*

HOLY SMOKES! WILL YOU LOOK WHAT *HE* DID-- AND WITH ONLY ONE *PUNCH!!*

*BIG MAN!* WE'RE LOSING *GROUND!* BUT THERE'S STILL A *CHANCE* TO ESCAPE BEFORE THEY TURN THEIR ATTENTION TO *US!*

*HOW?* THERE'S NO OTHER WAY *OUT* OF HERE!

JUST BE READY TO DO AS I *SAY!*

*HEADS UP*, GROUP!

THE CRIME-MASTER'S *UP* TO SOMETHING!

AND YOU'RE *TOO LATE* TO STOP ME, WALL CRAWLER!

HOLD YOUR *BREATH*, BIG MAN!

*--NOW!!*

*FHOOSH!*

THE ACRID *GAS* BILLOWS FORTH INTO THE ROOM...

...FILLING THE SCREAMING LUNGS OF THE ASSEMBLED HEROES WITH A BURNING, CHOKING, EXECRABLE GREY POISON.

GOT-- GOT TO GET OUT!

GET TO AIR!

THE DOOR-- I THINK IT IS TO THE RIGHT...

GASPING, STUMBLING, THEY FOLLOW LOTUS SHINCHUKO AS SHE CLAWS HER WAY THRU THE BLINDING GAS...

...AND, AFTER WHAT SEEMS LIKE AN AIR-LESS ETERNITY...

WE--WE'RE OUT!

SAL DAVE 1021

LORD! I DON'T THINK I COULD'VE STOOD MUCH MORE OF THAT!

THEN HOW COULD THAT CAVORTING CREW OF CRIME-CRAZED CUT-UPS BACK THERE STAND IT?

SOMETHING'S ROTTEN ON EAST THIRD STREET, GANG, AND--

-- JUST LIKE I THOUGHT!

NOT A TRACE OF THEM!

THERE MUST HAVE BEEN ANOTHER WAY OUT, SPIDEY-- AND THEY JUST USED THE GAS AS A COVER TILL THEY COULD GET TO IT!

SEEMS THAT WAY, HOT SHOT!

THE QUESTION NOW IS-- WHAT ARE WE GONNA DO ABOUT IT?

"WE" AREN'T DOING ANYTHING, SPIDEY! I'M OUT OF IT!

SORRY--

--BUT I'VE GOT A DATE WITH A REALLY FINE LITTLE LADY*--

--AND A FANTASTI-CAR TO CHECK OUT BEFORE IT HAPPENS!

AL DAVE 1021

BUT I'M SURE YOU'LL DO JUST PEACHY WITH-OUT ME!

* SEE FF # 164 -- MARV.

YEAH-- SURE!

WELL, TIGERS AND TIGER LADY--

--I'M OFF TO SCAN THE NEIGHBOR-HOOD! MAYBE THOSE CREEPS HAVE SURFACED SOMEWHERE NEAR HERE AND I'LL BE ABLE TO SPOT THEM!

A TASK THAT WOULD BE INFINITELY EASIER, SPIDEY, IF YOU WERE JUST TO PRY BACK A LOOSE FLOOR-BOARD BENEATH YOUR FEET...

...OR STRAIN YOUR **EARS**-- YOU MIGHT THEN HEAR THE SOUND OF MUFFLED **LAUGHTER**! BUT, AS OUR HEROES **LEAVE** THE SITE OF THEIR NEAR **DEADLY** BATTLE...

PEPITA ESTA **MUERTA**, MIS AMIGAS.

...A SMALL FIGURE SITS QUIETLY **CRYING** ON A NEARBY **ROOFTOP**.

**WHY?** WHY WOULD ANYONE WANT TO SHOOT A **PIGEON??**

I DO NOT **UNDERSTAND** IT--

ME **NEITHER**, MOSQUITO!

QUIEN **ES?**

JUST YOUR FRIENDLY NEIGHBORHOOD **SPIDER-MAN**, LITTLE FRIEND.

HI! OR HAVE YOU **FORGOTTEN** ME ALREADY?*

*THEY MET **LAST ISH**, PEOPLE. REMEMBER? -- MARV.

NO, SEÑOR SPIDER-MAN -- I HAVE **NOT** FORGOTTEN.

AND I **KNOW** THAT THE MAN WHO KILLED **PEPITA** WAS TRYING TO SHOOT **YOU**, SEÑOR--

-- BUT I STILL DO NOT UNDERSTAND **WHY!** WHAT WOULD MAKE A MAN **DO** SUCH A THING?

THAT'S SOME-THING I DON'T THINK I'LL **EVER** HAVE AN ANSWER TO, MOSQUITO! THE BEST I CAN **TRY FOR** IS--

**HOLD IT!** LOOKS LIKE I JUST GOT AN ANSWER TO **ONE** PROBLEM TONIGHT!

WHAT **IS** IT, SEÑOR? WHAT DO YOU **SEE?**

A BUNCH OF **SEWER-RATS**, MOSQUITO--

--CLIMBING OUT OF AN **OPEN MAN-HOLE** IN THE ALLEY-WAY **BELOW** US!

AND THOUGH **ALL** OF THEM ARE PRETTY **UNSAVORY**--

"-- THE ONE IN THE **LEAD** IS THE SAME CRUMB THAT KILLED YOUR **PIGEON!**"

C'MON, YOU CLOWNS! GET THE **LEAD OUT!**

I **TOLD** YOU I COULD **SAVE** US, BIG MAN!

THAT ALTERS **NOTHING**, CRIME-MASTER! WE ARE **STILL** IN OPPOSITION -- UNTIL **ONE** OF US GETS **SPIDER-MAN!**

MY LITTLE SPIDER-EARS ARE BURNING-- WHICH MEANS THEY MUST BE TALKING ABOUT ME!

HANG LOOSE, MOSQUITO! I'M GOING TO GET ME A PIGEON-KILLER!

AND UNRAVEL THIS "GHOST STORY" ONCE AND FOR ALL!

I MEAN, ONE DEAD VILLAIN POPPING BACK UP OF AN EVENING IS PLENTY--

-- BUT TWO AT THE SAME TIME IS A LITTLE HAIRY!

HMMM! THE BUZZARDS HAVE GONE HOME TO ROOST IN THE BUILDING NEXT DOOR TO THE ONE WE FOUGHT IN!

AND UNLESS MAY PARKER'S NEPHEW IS GETTING FORGETFUL IN HIS OLD AGE--

--THIS BUILDING IS THE ONE THE TIGER-SONS TOLD ME THEY HAVE THEIR HEADQUARTERS IN! SO, I'LL JUST TAKE A PEEK THRU THIS SORRY EXCUSE FOR A WINDOW...

AND THE SIGHT THAT GREETS OUR HEROES' EYES IS NO MORE AND NO LESS THAN WHAT HE'D EXPECTED!

HAW! CAUGHT 'EM NAPPIN'!

YEP, SANDMAN! THAT OL' SKUNK FOO DON'T AMOUNT TO MUCH WHEN YA DON'T GET THE CHANCE TA USE IT!

ENOUGH TALK! SECURE THEM CAREFULLY! ...I DON'T WANT A REPEAT OF OUR EARLIER PERFORMANCE!

WHY NOT JUST KILL THEM NOW?

NO!

THE ONLY DEATH THIS NIGHT WILL BE SPIDER-MAN'S! WE WILL DO THIS MY WAY, CRIME-MASTER!

I'M GETTIN' TIRED OF HEARIN' YOU GIVE ORDERS, BIG MAN--

-- AND I THINK I'LL END IT RIGHT NOW! MY WAY!

BLAM!

CRIME-MASTER! NO!!

UNNNHHHH--!

SO MUCH FOR THE BIG MAN!

WHUMP!

NOW WHAT ABOUT THE REST OF YOU? MONTANA? FANCY DAN?

SANDMAN?

DO I HEAR ANY MORE OBJECTIONS TO RUNNING THIS SHOW THE WAY I WANT?

NOPE. NOT NOT FROM FANCY DAN ... BOSS!

YOUR WAY'S AS GOOD AS ANY, PARD-- PROVIDED WE GET OUR CUT!

SAME HERE, CRIME-MASTER! THE SANDMAN IS WITH YOU!

OBOY! CAN THIS LITTLE OLD WEB-SLINGER JOIN TOO?

OR IS THIS PARTY FOR SNAKES ONLY?

HE'S BACK! SPIDER-MAN IS BACK!!

DON'T JEST FLAP YER JAWS OVAH IT, SANDMAN! DO SOME-- WHOOFFF!

YOU ARRIVE IN THE PROVERBIAL NICK OF TIME, MY FRIEND!

THAT'S ALWAYS THE WAY WITH US HEROES, TIGER!

I MEAN, WE WOULDN'T BE HEROES IF WE SHOWED UP LATE, NOW, WOULD WE?

BLASTED WALL-CRAWLER! I CAN'T SEE!!

AN' WHAT YOU CAN'T SEE-- YOU CAN'T HOLD, CRUD!

WHAT SAY WE TAKE THIS MAN DOWN, MR. DIAMOND?

WITH YOU ALL THE WAY, MR. BROWN! ALL THE WAY!

I DON'T KNOW HOW YOU FOLLOWED US, YOU COSTUMED BUFFOON!

BLAM! BLAM!

BUT IT'LL BE THE LAST THING YOU'LL EVER DO!

ONLY IF YOU HIT ME, DEADEYE DICK!

WHICH HE WILL *NEVER* GET THE CHANCE TO *DO*, SPIDER-MAN!

*WHAT??* *UNHHH!*

*KRAMM*

I HAVE BORNE THE *IGNOMINY* OF YOUR *TOUCH* AS LONG AS I HAD NO *CHOICE*--

-- BUT I *HAVE* CHOICE *NOW!* LET--

*SKRAK!!*

--*GO!!*

LADY, IF I EVER DECIDE TO START A *SOFTBALL TEAM*--

--YOU'RE *IN!* THAT'S THE BEST DARNED *PITCHING ARM* I'VE EVER *SEEN!* C'MERE, CRIME-MASTER--

SPIDER-MAN -- *NO!* I --

*FORGET IT*, KILLER! WHATEVER YOU WERE GOING TO *SAY*--

*WHAM*

-- JUST FORGET IT!

THOSE CALLED THE *ENFORCERS* ARE DOWN, SPIDER-MAN!

WHICH LEAVES YOUR *TEAMMATES* FACING THE *SANDMAN* ALONE!

AND WHILE I DON'T WANT TO *DOWNGRADE* YOUR FRIENDS-- THEY'RE UP AGAINST ONE OF THE *TOUGHEST* FOES I'VE EVER HAD TO *FIGHT!*

EVERYWHERE I *TURN*--*ANOTHER* ONE--

-- COMIN' AT ME FROM EVERY *SIDE!*

THAT'S SORT OF THE *IDEA*, FRIEND!

DO NOT GIVE HIM TIME TO *THINK*, BOB! HE IS TOO *DANGEROUS!*

FIVE FLASHING FISTS HEED THOSE WORDS OF WISDOM...

...AND THE SANDMAN GOES DOWN...

I CAN STILL-- GET AWAY--

--JUST GOTTA TURN TO--

...FOR THE COUNT.

--SAND--

--URRHHH...

I ALWAYS THOUGHT THE SANDMAN WAS SUPPOSED TO PUT YOU TO SLEEP--

--NOT THE OTHER WAY AROUND!

YOU JUST REMINDED ME WHICH MOVIES I'VE SEEN YOU IN, PAL--

-- ALL THE BAD ONES! HEY--!

"--WHAT'S THE CRIME-MASTER UP TO NOW?"

SO YOU STILL LIVE, BIG MAN!?

I-- CANNOT DIE -- UNTIL I HAVE DESTROYED SPIDER-MAN FOR WHAT HE DID TO ME--

--GIVE ME THAT GUN!

WHAT'S WRONG WITH YOU TWO? CAN'T YOU BEHAVE EVEN FOR A MOMENT?

THWIP

THWIP

OR DO I HAVE TO KEEP YOU UNDER WRAPS WHILE MY BACK IS TURNED?

BLAST YOU, SPIDER-MAN! YOU'VE BOUND OUR HANDS TOGETHER!

LOOKS LIKE THAT ABOUT *DOES IT*, SPIDER-MAN!

NO, NOT *YET*, CHUM!

THE BIG MAN AND THE CRIME-MASTER DIED A *LONG* TIME BACK--

--AND I *STILL* DON'T KNOW WHO *THESE* TWO JOKERS ARE?

THE BIG MAN IS *DEAD!* SPIDER-MAN! *DEAD!!*

I'VE *BEAT HIM!* I AM NOW THE *KING OF CRIME!*

*SHUT UP*, FELLA! YOU'RE *FINISHED!*

JUST AS I *THOUGHT*--I DON'T KNOW YOU FROM *ADAM!*

AND ONCE I GET THE BIG MAN'S MASK *OFF*, I'LL--*GOOD LORD!*

THE BIG MAN IS A-- *WOMAN!!*

A WOMAN--?

--OH GOD! *NO!*

*JANICE!*

LOOKS LIKE HE HAS A *GOOD IDEA* WHO SHE IS, BRO'!

*WAS*, YOU MEAN! SHE'S *DEAD*, CRIME-MASTER--

--AND *YOU* KILLED HER!

NO-- SHE'S *NOT* DEAD--

--YOU CAN ALL *SEE* THAT--

--*CAN'T* YOU?

*SURE!* AND THAT *RED STUFF* ALL OVER THE FLOOR IS *KETCHUP!*

YOU'D BETTER START *TALKING*, FRIEND --BEFORE I *FORGET* MYSELF IN FRONT OF *WITNESSES!*

I -- I LL TALK ... NOT THAT IT MAKES ANY DIFFERENCE *NOW!* MY NAME IS *NICK LEWIS ... JUNIOR!* MY -- MY *FATHER* WAS THE ORIGINAL *CRIME-MASTER!*

WHEN HE WAS SHOT BY THE *POLICE** I SWORE I'D *AVENGE* HIM BY GETTING BACK AT THE *CAUSE* OF HIS DEATH--

-- *SPIDER-MAN!*

*SPIDER-MAN #27, FOR THE FACT-CONSCIOUS -- MARV.

BUT THEN ... WHILE I WAS AWAY AT A PRIVATE SCHOOL IN *EUROPE* -- I MET JANICE.

*JANICE FOSWELL!* I -- WE ... *FELL* FOR EACH OTHER, AND THEN I FOUND OUT THAT *HER* FATHER WAS A MAN NAMED *FREDERIC FOSWELL.* HIS *INSURANCE* MONEY, AFTER HIS *DEATH*, HAD PAID FOR HER SCHOOLING--

--AND SHE KNEW THAT HER FATHER HAD BEEN THE FIRST *BIG MAN*, AND THAT SPIDER-MAN HAD HURT *HIS* CAREER *TOO!*

SO I DECIDED TO *GET YOU* ... FOR THE *BOTH* OF US ... FOR OUR *FATHERS!*

LORD, I --

BUT I *DIDN'T* KNOW THAT JANICE HAD THE *SAME* IDEA--

--AND THAT *SHE* WOULD -- WOULD --

--SHE MUST HAVE *DISGUISED* HER VOICE -- PADDED HER COSTUME TO LOOK *BIGGER*, AND --

*JANICE!* I -- I'M *SORRY*, HONEY!

YOU *BELIEVE* ME, DON'T YOU? I DID THIS FOR *YOU!*

FOR *US!*

I *LOVE* YOU!

WHY DON'T YOU *ANSWER* ME? *WHY??*

YOU'LL HAVE A *LONG* TIME TO FIGURE IT *OUT*, LEWIS -- A *REAL* LONG TIME!

THOUGH IN A *WAY* -- I HOPE YOU *DON'T!* IT ISN'T VERY *PRETTY!*

LIN SUN ... I -- I THINK I FEEL *SICK!*

THERE IS NOTHING *MORE* WE CAN DO HERE, MY BROTHERS!

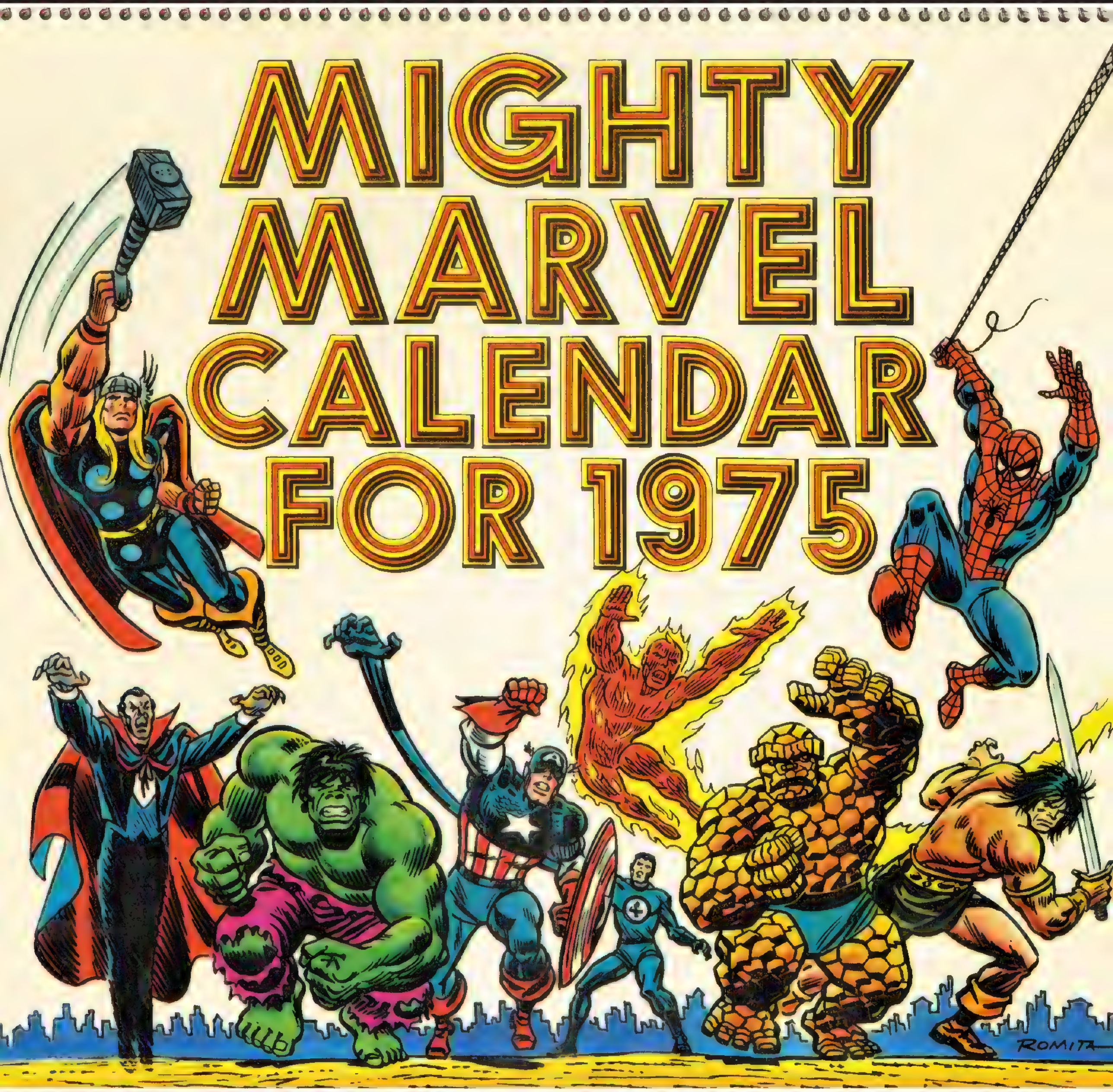
IT IS TIME TO *GO.*

FIN

NEXT ISSUE. *THE NEW AGE OF MARVEL TEAM-UPS CONTINUES AS SPIDEY FACES A THREAT OUT OF TIME -- AND NOT EVEN* the *SCARLET WITCH* CAN SAVE HIM!

Cover from *Giant-Size Spider-Man* #6, December 1975
(reprinting *The Amazing Spider-Man Annual* #4)

Beginning in 1975 and continuing through 1981, Marvel released calendars illustrated by top art talents along with Bullpen photos, character quotes, and snappy banter. The inaugural calendar was written by Roy Thomas and featured the full host of Marvel super heroes, as would the 1976, 1977 and 1981 calendars. The 1978-1980 calendars shifted to a solo character focus, starring Spider-Man, Hulk and Doctor Strange, respectively.




Cover art by John Romita

# THE ONCE AND FUTURE MARVEL

1974

1976

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## Preee-senting: 1975 at a glance

**SO MUCH FOR THAT! NOW FOR A MORE LEISURELY LOOK AT MONTHS, MONSTERS AND MARVEL'S MIGHTIEST MINIONS!**

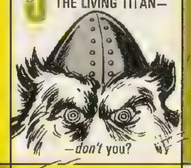
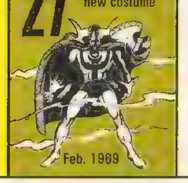
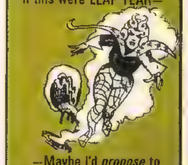
**AND AWAY WE GO!**

# JANUARY IS NATIONAL SPIDER-MAN MONTH 1975

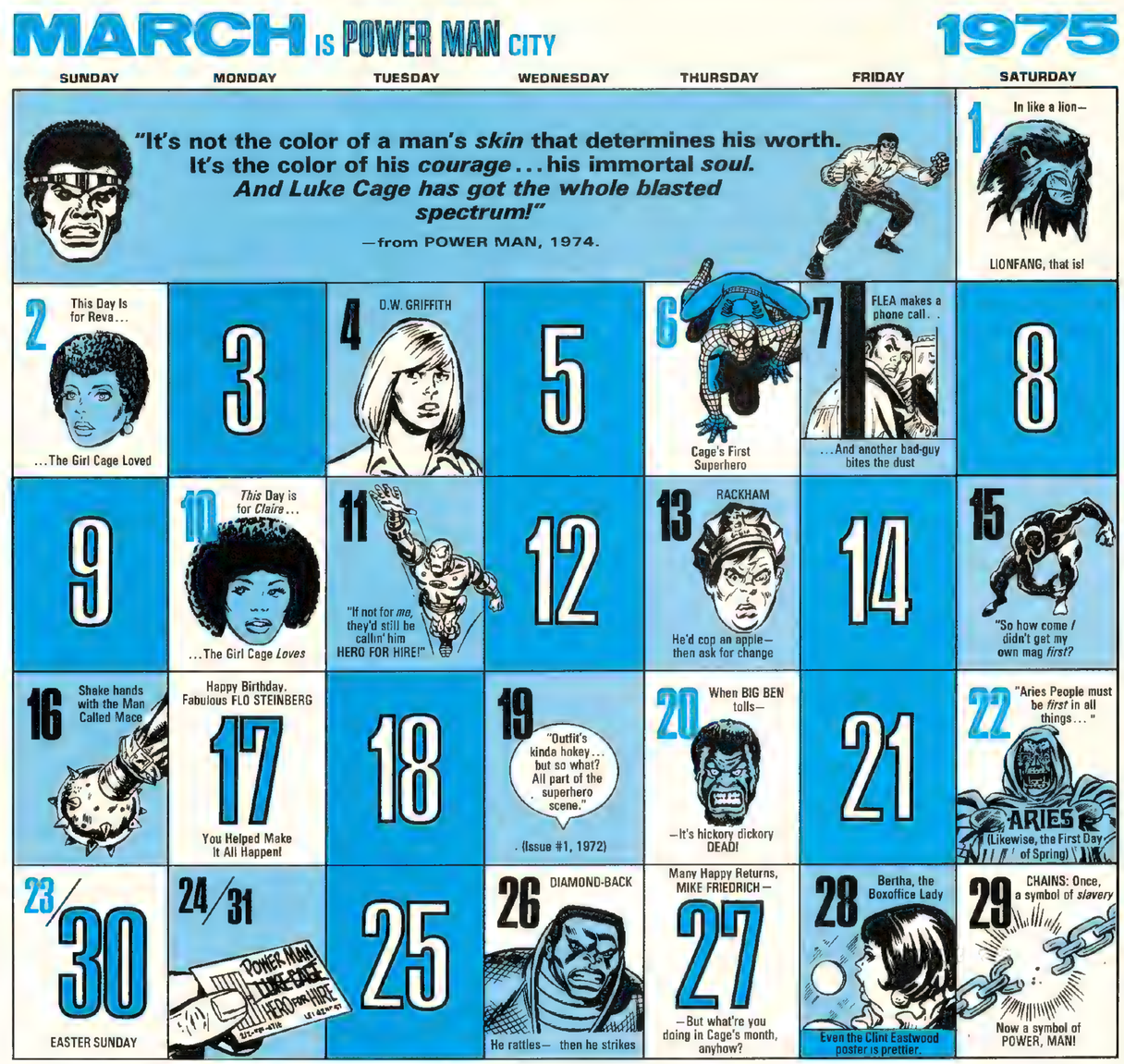
| SUNDAY | MONDAY | TUESDAY | WEDNESDAY | THURSDAY | FRIDAY | SATURDAY |
|---|---|---|---|---|---|---|
| The Ol' Wall-Crawler's New Year's Resolution: *"With great power there must also come great responsibility."* Amazing Adult Fantasy No. 15 (Spidey's Origin Aug. Sept. 1962) | | | 1 | 2 SPIDER-MAN #1 was on sale 12 years ago this month | 3 | 4 SPIDEY AT CARNEGIE HALL |
| 5 Peter Parker's first meeting with J. Jonah Jameson Take Two Grant Steps Backward | Our Birthday Babies: 6 ARTIE SIMEK and—LORETTA YOUNG? | Spidey's FIRST super-villain 7 Take a CHAMELEON to lunch if you can FIND him! | 8 Whatever Happened To Betty Brant? | 9 | 10 ON BUDDAH RECORDS | 11 Feeding Time for THE LIZARD, 12:30 p.m. |
| 12 Dr. Octopus' tentacles get a 10,000 mile check-up | Can you imagine the kind of luck Spidey'd be having— 13 —if today were a FRIDAY? | 14 Aunt May's First Heart Attack | 15 | 16 The Spidermobile gets a flat. So what else is new? | 17 "I wanna be a member of The Fantastic Four. How much does the job PAY?" Spidey's querulous quotes (#379 in a series) | 18 The Kingpin's Weekly Karate Lesson |
| 19 | 20 AQUARIUS How'd NAMOR get in here? | 21 | 22 Aunt May's One-Hundredth Heart Attack | 23 | 24 Would you believe... ...Jazzy JOHNNY ROMITA'S Birthday | 25 |
| 26 Nope, it's not STAN LEE's Birthday... ...But SAL BUSCEMA forgot to send us a photo! | 27 | 28 The Day Gwen Stacy Died | 29 The Day The Green Goblin Got His... ...But Just A Little Too Late | 30 | 31 "Are you SURE this is how SAMSON got his start?" | *And That's Just January, Folks* KEEP ON TRUCKIN'—! |

January art featuring Spider-Man and his friends and family (and J.J.J.) by John Romita

# FEBRUARY IS DR. STRANGE AND THE DEFENDERS TIME 1975

| SUNDAY | MONDAY | TUESDAY | WEDNESDAY | THURSDAY | FRIDAY | SATURDAY |
|---|---|---|---|---|---|---|
| | | | | | | May the Hoary Hosts of Hoggoth— **1** —Never Steal Thy Shadow! |
| **2** | **3** You *do* remember XEMNU, THE LIVING TITAN—  —*don't* you? | **4** "Hi! I'm the Cloak of Levitation!" "Fly me to Miami— or the Moon!" | **5** | **6** Happy Birthday, RICH BUCKLER (But look out for the guy on your left!) | **7** Dormammu vows never again to attack the earth 1966 | **8** Dormammu starts looking for a loophole 1966 |
| **9** Hawkeye isn't sure if he belongs *here*— —Or on the AVENGERS page! | **10** | **11** RICK JONES "How come I never get to join anything?" | **12** LINCOLN'S BIRTHDAY "Fourscore and seven—equals 47!" | **13** The 13th would fall on *Friday* this month... ...But the Silver Surfer found a Time Warp! | ST. VALENTINE'S DAY **14** | **15** BARON MORDO'S WASHDAY |
| **16** | **17** Our mystic master deep in study— —Trying to figure out Defenders lineup | **18** | **19** PISCES TRITON TRUE | **20** Wong gets Thursdays off | Happy Birthday, FRANK BRUNNER **21** —And thanks for that sensational February pin-up! | **22** WASHINGTON'S BIRTHDAY "Hulk cannot tell a lie...!" |
| **23** Happy Birthday, DOUG MOENCH The Eye of Agamotto Is Watching You | **24** Thou Shalt Not Take Yandroth's Name In Vain! | **25** WHERE ARE THEY NOW? HAMIR THE HERMIT opened up antique shop outside Pasadena | **26** | **27** Doc tries out new costume  Feb. 1969 | Readers *protest* new costume **28** Feb. 1969 | "If this were LEAP YEAR—  —Maybe I'd *propose* to Stephen Strange!" |

February art featuring Doctor Strange and the Defenders by Frank Brunner (from *Marvel Premiere* #14's cover), Sal Buscem & Klaus Janson (from *The Defenders* #13) and John Romita (from *The Sub-Mariner* #67 cover).




March art featuring Luke Cage, Power Man by Dave Cockrum & John Romita (based on Gil Kane & Billy Graham's *Power Man* #17 cover).

# APRIL SHOWERS BRING AVENGERS POWERS 1975

| SUNDAY | MONDAY | TUESDAY | WEDNESDAY | THURSDAY | FRIDAY | SATURDAY |
|---|---|---|---|---|---|---|
| THE FAR-FAMED AVENGERS I.D. AVENGERS IDENTIFICATION CARD "This is to certify that: Steve Rogers is a member in good standing of the Avengers and is fully entitled to all rights, privileges and immunities that such membership entails." Good for gaining entrance to the White House, the Pentagon, and Bar Mitzvahs. | | 1 The Avengers announced today that their membership roster is finally permanent and complete. APRIL FOOL! | 2 WELCOME HOME HAWKEYE! WELCOME | 3 | 4 The HULK was an Avenger once... ...he THINKS | 5 The HANK PYMS go on a picnic |
| Happy birthday... 6 ...to GIL and CHARLES FOSTER KANE | 7 The Butler Did It | 8 | 9 | 10 April Showers... ...may rust Iron Man | 11 Barbells in the guest room (after last visit by Hercules) | 12 |
| 13 | 14 RICK JONES "How come *I* never get to join anything?" | 15 KANG! The Man Who Conquered Tomorrow Or Was It Yesterday? | 16 | 17 | 18 BLACK FRIDAY The Day Tony Stark Pays the Avengers' Bills | 19 RED WOLF Honorary Avenger |
| 20 TAURUS What's the head of ZODIAC doing in a month like this? | Happy Birthday, SOL BRODSKY 21 —*One Day Early* | 22 Happy Birthday, STEVE ENGLEHART ...From Every Artist Who Ever Had To Draw All Those Avengers | 23 | 24 ULTRON—the killer robot who set out to build a monster... | 25 ...but created a VISION instead | Happy Birthday, GEORGE TUSKA 26 Shellhead sends his regards |
| 27 THE BEAST He's playing with the *big kids* now | Today is DICK AYERS' Birthday 28 And that's an *order!* | 29 | 30 THE NEXT AVENGER?? | THE AVENGERS QUINJET Five of the most powerful jet engines ever developed by STARK INDUSTRIES | | |

April art featuring the Avengers by John Buscema & George Klein (from *The Avengers* #57-58 covers), Sal Buscema & Frank Giacoia (from *Captain America* #154's cover) and John Romita

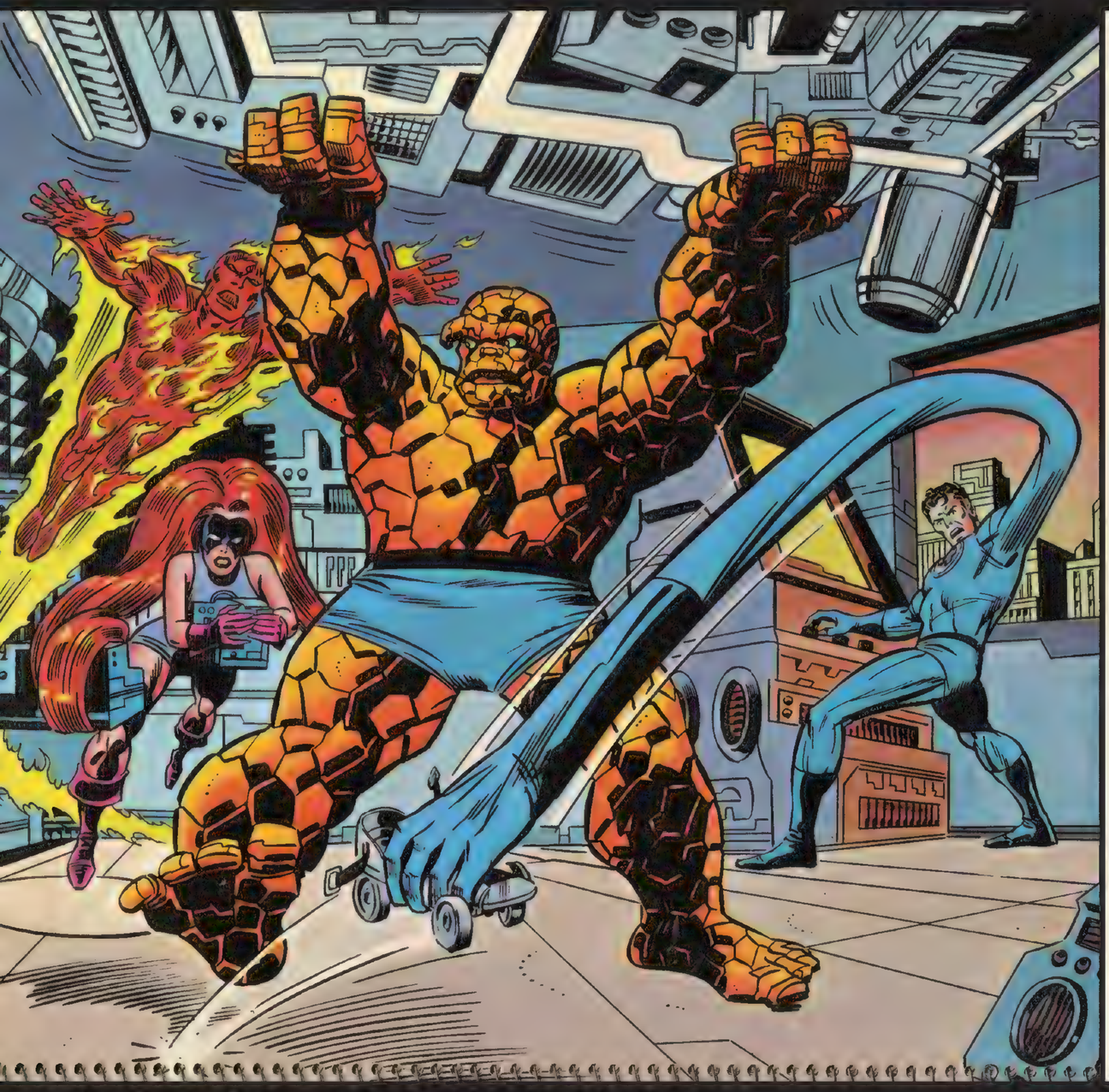
May art featuring Conan the Barbarian by Barry Windsor-Smith

# MAY IS A PAIR OF BRAWLING BARBARIANS

# 1975

| SUNDAY | MONDAY | TUESDAY | WEDNESDAY | THURSDAY | FRIDAY | SATURDAY |
|---|---|---|---|---|---|---|
| | | | "Barbarism is the natural state of mankind . . . Civilization is unnatural. It is a whim of circumstance. And barbarism must ultimately triumph." —Robert E. Howard creator of Conan and King Kull | 1 Born on a Battlefield, Baptized in Fire | 2 | 3 CONAN THE BARBARIAN Winner of Academy Award, Best Feature, 1971 & 1972 |
| 4 | 5 RED SONJA She-Devil of the Turanian Steppes | 6 Meet MIRAAJ, our convenient cover girl . . . . . Who's never made the *inside* of an issue | 7 For Sale: One Slightly-Used War-Helmet Apply Maldiz the Goldsmith, Shadizar Zamora 10022 | 8 | 9 THULSA DOOM Mage of Menace | 10 ANY RELATION? |
| 11 The Mirrors of Kharam-Akkad Vanity. All Is Vanity. | 12 | MARV WOLFMAN'S Birthday 13 Rotsa Ruck, Marv | 14 A Man Is Known by the Enemies He Makes | 15 "I cannot tell a lie. Today's *my* birthday." "Er . . . *What* was that date again?" | Happy Birthday, JOHN VERPOORTEN 16 Prime Minister of Production | 17 |
| IN MEMORIAM 18 BILL EVERETT (1917-1972) | 19 | 20 For Sale: Hand of Nergal, Heart of Tammuz Sorry, we can't break up the set | 21 GEMINI The Original Split Personality | 22 | 23 THOTH-AMON Most Feared of Stygian Wizards | 24 |
| 25 Happy Birthday, BARRY SMITH The Barbarian from Britain | 26 You too, HERB TRIMPE The Savage from the Suburbs | 27 | 28 AMYTIS A Wench *Worth* a Court-Martial or Two | 29 | 30 For Sale. Pre-Owned Amulet Call Zaporovska River Boutique, and ask for Ivga | 31 . . . Then the Cataclysm rocked the world . . . !" |

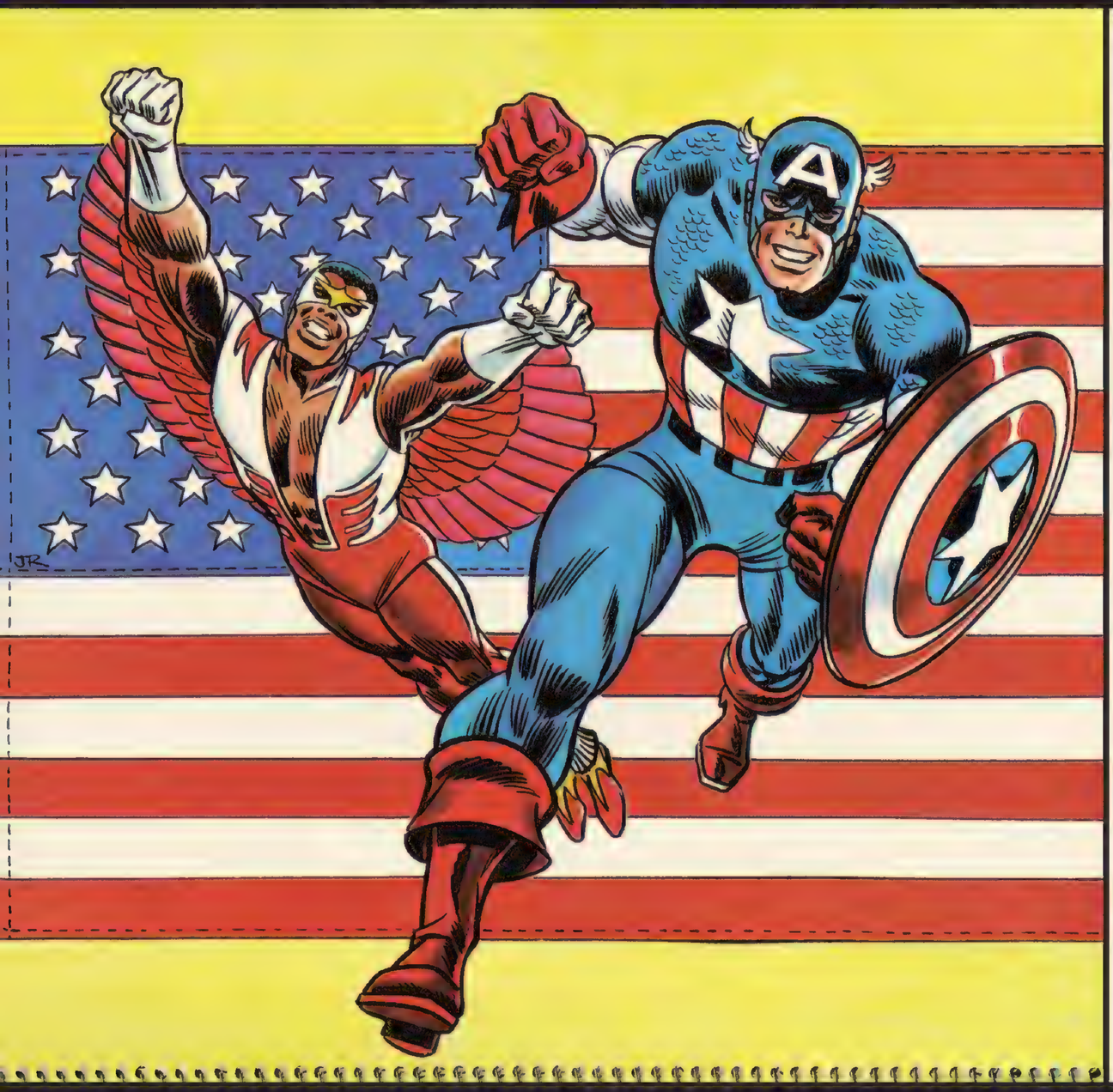
Conan ® & © Conan Properties International LLC



June featuring the Fantastic Four by Rich Buckler & Joe Sinnott

# JUNE IS THE FANTASTIC FOUR (OR IS IT FIVE?) 1975

| SUNDAY | MONDAY | TUESDAY | WEDNESDAY | THURSDAY | FRIDAY | SATURDAY |
|---|---|---|---|---|---|---|
| 1 Happy Birthday, Franklin B. Richards — F.F. Annual #6, 1968 | 2 | 3 A Little Something For The THING— TICK TICK TICK — From His Yancy Street Buddies | 4 "Look, Johnny! Those Words In The Sky—" — "They're Turning Into A Number!" (From Ish #1) | 5 You Deserve A Break Today — So Sneak Away To The Hidden Land | 6 "...He Pops Up *Everywhere*, Doesn't He? | 7 |
| 8 Ten Years Of Flawless Service — Spider-Man, Eat Your Heart Out | 9 | 10 Happy Anniversary, Sue and Reed — F.F. Annual #3, 1965 | 11 And Look Who Caught The Bouquet! | LEN WEIN'S Birthday 12 — Tie A String Around Your Finger, Glynis | If Today *Was* Anybody's Birthday— 13 —Do You Really Think They'd *Admit* It? | 14 GALACTUS — The *Original* Creature That Devoured Cleveland |
| Happy Birthday, DON McGREGOR 15 — Nice Day For a Picnic In The Negative Zone | 16 "I've just subscribed to the F.F. for two years. I hope it runs much longer than that." —Roy Thomas, F.F. Letters Page, 1962 | 17 Memo to MOLE MAN: — Optometrist Appointment, 2 p.m. | 18 | 19 Wyatt Wingfoot's Washday | 20 Willie Lumpkin— The F.F.'s Own Private Postman | SUMMER BEGINS 21 — Sue Starts Shopping For Fall Clothes |
| 22 CANCER — "Tender, sweet, and loving" | 23 | 24 | 25 Happy First Anniversary, — Crystal and Pietro | 26 Always A Bridesmaid | 27 | 28 — Support Your Local Speech Therapist |
| 29 | 30 — This Is Alicia's Day— And She Deserves It! | *"You don't have to make a speech, big shot! We understand! We gotta use our powers to help mankind, right?"* Paraphrase of Ben Grimm (a.k.a. The Thing), F.F. #1, 1961. | | | | |




July art featuring Captain America and the Falcon by John Romita

# JULY BELONGS TO CAPTAIN AMERICA (WHO ELSE?) 1975

| SUNDAY | MONDAY | TUESDAY | WEDNESDAY | THURSDAY | FRIDAY | SATURDAY |
|---|---|---|---|---|---|---|
| *"We shall call you Captain America . . . Because, like you, America shall gain the strength and the will to safeguard our shores!"* —Professor Reinstein (CAPTAIN AMERICA #1, 1941) | | Happy Birthday, BILLY GRAHAM **1** (The One That *Draws*) | **2** QUIZ TIME: Who was the first *bogus* C.A.— Who appeared in STRANGE TALES #114? | **3** ANSWER: The Acrobat | **4** INDEPENDENCE DAY | **5** |
| **6** Many Happy Returns to FRANK GIACOIA | **7** MODOK says: Try to get ahead in this world! | **8** The Man Who Saved C.A. —And Never Knew It | **9** | **10** The Falcon Gets The Bird Origin Issue (C.A. #117) | **11** | **12** THE RED SKULL LIVES! So what else is new? |
| Hey, MIKE PLOOG! Lucky for your birthday that — **13** — Friday the 13th falls on a Sunday this month! | **14** Captain America Makes The Movies A Republic Serial, 1943 | **15** | **16** BARON ZEMO The Man Who Nearly Destroyed Captain America | **17** Baron Zemo's offspring, THE PHOENIX | **18** | **19** The Day The Sleeper Woke |
| **20** This Day Is Dedicated To The Memory Of Bucky Barnes | **21** | **22** | **23** LEO "Practical, Philosophical, and Spiritual" | **24** | **25** Hail Hydra! We shall never be destroyed! Cut off a limb, and two more shall take its place! | **26** BIG DEAL! |
| **27** The Girl From Cap's Past | **28** Her Sister, Sharon Carter, a.k.a. Agent 13 | How Do You Tell Them Apart? **29** A. Sharon has a small mole on her left instep. | **30** MOM | **31** | *"I've spent a lifetime battling for liberty . . . for justice. Maybe I should have battled less . . . and questioned more."* —Steve Rogers (CAPTAIN AMERICA #122, 1970) | |

# AUGUST IS A WARM SUPER-VILLAIN 1975

| SUNDAY | MONDAY | TUESDAY | WEDNESDAY | THURSDAY | FRIDAY | SATURDAY |
|---|---|---|---|---|---|---|
| "How *ungrateful* are those who do not *accept* the rule of *Doctor Doom!* Do I not give them *shelter*—provide them with *food?* And all that I ask is *total, blind obedience!*" —Victor Von Doom, Fantastic Four #84, 1969. | | | | | We were gonna put a Super-Villain's picture here— 1 —But they couldn't agree which of them would come *first* | 2 This is a WATCHER— —watching the whole *lot* of 'em! |
| 3 | 4 NATIONAL FU MANCHU DAY Take an arch-criminal to lunch today | 5 "What's *he* got that *I* haven't got?" THE MANDARIN | 6 "A Press Agent?" YELLOW CLAW | 7 | 8 | 9 HAIL MAGNETO The villain with the magnetic personality |
| 10 THE GREY GARGOYLE— —wants to put a *touch* on you | 11 | 12 From the Super-Villains' Handbook: "A pity you won't live to enjoy the *fruits* of your victory, . . . . . !" (Fill in name of favorite superhero) | Today is JIM MOONEY'S Birthday. 13 But do you think he's gonna *admit* it? | 14 RONAN THE ACCUSER "Let Him Who Is Without Sin. . . ." | 15 Found: Doc Ock's Tentacles Lost Since January | 16 |
| 17 GALACTUS He's *above* mere good and evil— —And thus is the *greatest* menace of all. | 18 Be kind to dumb animals— or else! Thus speaks KRAVEN THE HUNTER | 19 | 20 For Sale: One slightly used ray-gun Inquire *any* Marvel Comic-Mag | 21 Happy Birthday, MARIE SEVERIN and OZMA OF OZ | 22 | 23 VIRGO "Many Virgo people are indifferent to love adventures. . . ." |
| 24/31 Two super-baddies for the price of one KANG & RAMA-TUT | 25 "Somehow, I feel *left out* of things!" | 26 | 27 | 28 Happy Birthday, JACK KIRBY 'Nuff Said! | 29 "Hah! Thought you'd get thru a whole month *without* me, eh?" | 30 No way. |

August art featuring Marvel's most nefarious super-villains by John Buscema & Frank Giacoia (from *The Fantastic Four Annual* #10 cover) and John Romita

September art featuring the Mighty Thor and the hosts of Asgard by Jack Kirby & Frank Giacoia (from *Tales of Asgard* #1's cover) and John Romita

# OCTOBER is a MIXED-UP MONSTER RALLY 1975

| SUNDAY | MONDAY | TUESDAY | WEDNESDAY | THURSDAY | FRIDAY | SATURDAY |
|---|---|---|---|---|---|---|
| "There are more things in heaven and earth than are dreamed of in your philosophy, Horatio." — W. Shakespeare. | | | 1 "Sure doesn't *taste* like tomato juice!" | 2 | 3 SILENCE IS GOLDEN | 4 SAVE THE EVERGLADES—OR ELSE! |
| 5 SUNDAY DRIVER | 6 | 7 | 8 "Pop, can I have the chariot tonight?" | 9 "I asked Father for it *first!*" | 10 Back to Back, and Belly to Belly . . . at the ZOMBIE Jamboree Ball! | 11 |
| 12 Always Fasten Your Seat Belt! | 13 First Night of Full Moon | 14 Second Night of Full Moon | 15 Third Night of Full Moon | Happy Birthday, JOE SINNOTT 16 Don't forget to eat your Garlic Cake | 17 | 18 "How'd / get in here?" "I don't even *believe* in vampires!" |
| Happy Birthday, JIM STARLIN 19 And that *silver bullet* we gave you ain't for the *Lone Ranger!* | 20 Join the "Stake-for-Lunch" Bunch | 21 OUR FOUNDER | 22 | 23 SCORPIO Who *was* he, anyway? | 24 My Son, the Man-Wolf | 25 |
| Happy Birthday, GLYNIS WEIN 26 Brother Voodoo Is Watching You! | 27 | 28 We're playing tag and I'm *IT!* | 29 That's funny—so am *I!* | 30 You are invited to a Halloween Party in Rutland, Vermont Move One Space Forward | HAPPY HALLOWEEN, HAUNTOPHILES! 31 —If you *lived* this long! | *Exit freely, and of your own will—!* |

October art featuring Marvel's monsters, Dracula, Man-Thing, Werewolf and Frankenstein's Monster by Mike Ploog

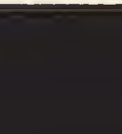
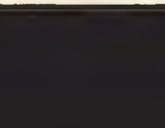
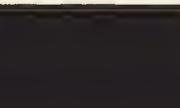
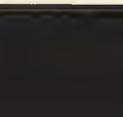
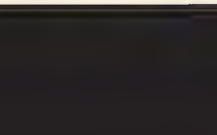
November art featuring Daredevil by Gil Kane & Frank Giacoia

# NOVEMBER A TIME TO REMEMBER DAREDEVIL 1975

| SUNDAY | MONDAY | TUESDAY | WEDNESDAY | THURSDAY | FRIDAY | SATURDAY |
|---|---|---|---|---|---|---|
| "None are so blind . . . as those who will not see!" —Matt Murdock's favorite quote. (And give yourself a color-coordinated No-Prize if you know who said it when and to whom!) | | | | | | 1 |
| 2 This day dedicated to FOGGY NELSON — Our Fearless, Fightin' D.A. | 3 | 4 MR. HYDE and THE COBRA — The World's Baddest Bookends | Happy Birthday, JIM STERANKO 5 — Svengali of the Superhero Set | 6 The BEETLE'S back — And we don't mean Ringo | 7 | 8 KAREN PAGE — The First Girl in Matt Murdock's Life |
| 9 THE STILTMAN COMETH . . . | 10 | 11 DD always uses his lie-detector sense . . . Except when he asks Natasha her age | 12 IVAN — He wasn't really so terrible | 13 Nobody'd let us use his picture for today! | 14 Here's to DD's Billy Club — The World's *Swingin'est* Wonder-Weapon . . . | 15 . . . Easily disguised as a walking cane . . . . . Or is it a peppermint stick? |
| 16 | 17 . . . AND COMETH . . . | 18 The Life-Man Energy Crisis | 19 His heart wasn't the *only* thing DD left in San Francisco | 20 | 21 THE GLADIATOR — Perhaps the *sharpest* superfoe of all | 22 Happy Birthday, ROY THOMAS — Born on the Cusp of SAGI TARIUS |
| 23/30 SHEESH! This week went FAST! | 24 | 25 . . . AND COMETH! | 26 | 27 THANKSGIVING 'Nuff said! | 28 THE MATADOR — He can really throw the bull | 29 THE MAN-BULL — He who gets thrown |

December art featuring a holiday Hulk by Sal Buscema

# DECEMBER IS A GREEN-SKINNED GENT CALLED THE HULK 1975

| SUNDAY | MONDAY | TUESDAY | WEDNESDAY | THURSDAY | FRIDAY | SATURDAY |
|---|---|---|---|---|---|---|
| *"Within each of us, ofttimes, there dwells a mighty raging fury."* —THE INCREDIBLE HULK (#175, 1974). | 1 THE LEADER So who else should *lead* off the Hulk's month? | 2 | 3 RICK JONES To save his life, Bruce Banner became the rampaging Hulk | 4 | 5 JARELLA The Girl in the Green Atom | 6 Nothing Much Happened Today |
| 7 GENERAL T.E. ("THUNDERBOLT") ROSS  The Hulk's Most Implacable Foe | 8 T-Bolt's favorite photo...  ...it's right over his fireplace, where else? | 9 | 10 HULK-BUSTER BASE  Your Tax Dollars At Work | 11 Happy Birthday, BIG JOHN BUSCEMA  He's drawn everything from the Hulk to Halibuts | 12 | 13 THE GLOB  "And if you call me the MAN-THING one more time..!" |
| 14 "THE HULK?" "I'LL MURDER THE BUM!" | 15 | 16 THE ABOMINATION Another by-product of those ever-bountiful Gamma Rays | 17 THE WENDIGO "Huhn! And you think *he's* abominable!?" | 18 | 19 DOC SAMSON | 20 BETTY ROSS TALBOT The Girl He Left Behind... *Way* Behind! |
| 21 MAJOR TALBOT "Call no man happy..." | CAPRICORN THE FIRST DAY OF WINTER 22 All this, and TONY ISABELLA's birthday, too! | 23 THE SANDMAN He'd like to put the Hulk to sleep | 24 CHRISTMAS EVE | 25 MERRY CHRISTMAS "Peace on earth, good will to men..." | 26 | 27 JIM WILSON ...Where Rick Jones left off |
| 28 Happy Birthday, SMILEY Isn't it just like Sneaky STAN to commandeer the last birthday in the year? | 29 Stan WHO? | 30 | 31 NEW YEAR'S EVE | *"...Should auld acquaintance be forgot, And days of auld lang syne?"* NOT ON YOUR LIFE, FAITHFUL ONE! HAPPY NEW YEAR FROM THE MOST BLEARY-EYED BULLPEN OF ALL!! (And see ya next year!) | | |

# A SPECIAL BULLPEN BONUS FROM MUNIFICENT MARVEL!

# ROLL YOUR OWN SUPERHERO OR SUPER-VILLAIN!

**For handy reference, here's your own ASTROLOGICAL DISK— giving your Zodiac Sign, Birthstone, Flower, Colors, Numbers, and the Part of the Body ruled by your Sign.**

**Okay, so now—what do you *do* with all this incredible info? We thought you'd never ask!**

**Now, you can make up your OWN halcyon hero or baneful baddie, just as Mirthful Marie Severin did below with her own Sign:**

***Ruby*-encrusted helmet— an oversize *"9"* as a boomerang-type wonder-weapon —a strong *back*—a brave *heart,* natch—some *orange-and-gold* threads —voila! The GLEAMING GLADIATOR! (Well, you know anything that sounds *more* like *"gladiolus"?)***

**Now try it *yourself,* faithful one! Tell you what: Why not send the *best* color sketch you can whip up to Stan, Roy, and the Bullpen at:**

**MIGHTY MARVEL CALENDAR CONTEST**
**c/o Marvel Comics Group • 575 Madison Avenue • New York, N.Y. 10022**

**Who knows? Maybe it'll be *your* turn to contribute a mixed-up Marvel superstar, when *next* year's calendar rolls around!**

# MIGHTY MARVEL MILESTONES
# A DAZZLING DECADE OF FABULOUS FACTS

**1961**
**November:** FANTASTIC FOUR #1 (Origin of the World's Greatest Fighting Team).

**1962**
**May:** HULK #1 (Origin of Ol' Greenskin— only he had Grey skin then!); plus the return of the sometimes savage Sub-Mariner in F.F. #4.
**July:** Dr. Doom makes his dramatic debut, in FANTASTIC FOUR #5.
**August:** The awesome twin origins of Spider-Man in AMAZING FANTASY #15, and of Thor in JOURNEY INTO MYSTERY #83.
**September:** The Ant-Man has his first picnic, in TALES TO ASTONISH #35.
**October:** The Human Torch flies solo, starting in STRANGE TALES #101.

**1963**
**March:** SPIDER-MAN #1 (not to mention the origin of Iron Man in TALES OF SUSPENSE #39).
**May:** "We got us a war to win!" (SGT. FURY AND HIS HOWLING COMMANDOES #1)
**July:** First Dr. Strange mini-epic, in STRANGE TALES #110.
**September:** AVENGERS and X-MEN celebrate first issues— a real free-for-all!
**November:** Three biggies! First FANTASTIC FOUR ANNUAL— origin of Giant-Man in T.A. #49— and a fake "Captain America" in STRANGE TALES #114.
**December:** At last! The origin of Doc Strange, in S.T. #115.

**1964**
**March:** The real Captain America thaws out— in AVENGERS #4.
**April:** DAREDEVIL #1— The Man Without Fear takes his first bow
**October:** The Hulk's own super soap opera starts in TALES TO ASTONISH #60.

**1965**
**May:** Captain America heads the "New" Avengers, beginning with ish #16.
**August:** Sub-Mariner swims alone, starting in TALES TO ASTONISH #70— and the Agents of Shield invade STRANGE TALES #135.
**September:** Peter Parker graduates from high school (SPIDEY #28).
**November:** The Thunder God meets Hercules in THOR ANNUAL #1 —and Sue becomes Mrs. Fantastic in F.F. ANNUAL #3.
**December:** The Inhumans makes the scene in full force, in F.F. #45.

**1966**
**March:** Enter Galactus and the Silver Surfer, in FANTASTIC FOUR #48.
**July:** The Black Panther. F.F. #52. 'Nuff said.
**November:** The original Human Torch returns, in F.F. ANNUAL #4.

**1967**
**August:** Marvel ribs itself, and everybody else, in BRAND ECHH #1.
**December:** The coming of Captain Marvel, in MARVEL SUPER-HEROES #12.

**1968**
**April:** HULK and CAPTAIN AMERICA get their own mags (#102 and #100, and don't ask us why the big numbers)!
**May:** IRON MAN #1, SUB-MARINER #1, and CAPTAIN MARVEL #1. Now that's more like it!
**June:** SHIELD #1— and DR. STRANGE #169. You figure it out!
**August:** A literary landmark of sorts— SILVER SURFER #1.
**November:** Reed and Sue are proud to announce their firstborn son, in FANTASTIC FOUR ANNUAL #6.

**1969**
**January:** The wedding of the Wasp with Ant-Man/Giant-Man/Goliath/Yellowjacket (sounds like bigamy, doesn't it?) in AVENGERS #60.
**October:** The "new" Captain Marvel— origin, costume, the works (in ish #17)!

**1970**
**August:** Ka-Zar and Dr. Doom premiere in ASTONISHING TALES #1, while Black Widow and the Inhumans have AMAZING ADVENTURES (#1).
**October:** The Coming of CONAN THE BARBARIAN. And collectors are still fighting over copies of that first issue!

(Just for the record: We've been keeping busy in the Sensational 70's, too— but we just ran outta room! So sue us!)

MAKE
MINE
MARVEL

*The Mighty Marvel Calendar for 1975* house ad
from January 1975 titles (released October 1974)

*Marvel Treasury Edition* #8 house ad
from March 1976 titles (released December 1975)

Between cover art by John Romita, *Marvel Treasury Edition* #8 reprinted the holiday-themed stories from *Nick Fury, Agent of S.H.I.E.L.D.* #8, *The Amazing Spider-Man* #24, *Hero for Hire* #7, *The Incredible Hulk* #147 and *Doctor Strange* #180.

# BIOGRAPHIES

## GERRY CONWAY

In 1969, 16-year-old Gerry Conway was shopping short stories to DC and Marvel for their horror anthology books. By 1976, Conway had worked his way up to Marvel's editor in chief. In between, he logged highlight after highlight as writer for both companies.

After establishing a pedigree with horror short stories, Conway quickly became the regular writer of *Daredevil*, *Sub-Mariner* and *Iron Man*. He also began runs on *The Amazing Spider-Man* and *Thor*, picking up both titles from none other than Stan Lee. He scripted both for nearly 50 issues, writing controversial and classic tales including "The Death of Gwen Stacy," the first appearance of the Punisher, and the introduction of Harry Osborn as the Green Goblin. Cueing off his early interest in horror stories, Conway took advantage of Marvel's burgeoning line of horror comics, launching *Werewolf By Night* and *Man-Thing*, as well as writing the first issue of *Tomb of Dracula*.

In 1976, he was handed the top job at Marvel before transitioning to DC Comics. One of his first big assignments was writing the script for one of the first inter-company crossovers, *Superman vs. The Amazing Spider-Man*. Shortly thereafter, he began a long tenure on prime DC titles like *Superboy & The Legion of Super-Heroes*, *World's Finest* and *Wonder Woman*. He also introduced Firestorm with Al Milgrom in 1978, scribing all five issues of the short-lived '70s incarnation.

As the '80s dawned, he started a long run writing both key Batman titles, *Detective Comics* and *Batman*, and continued his run on *Justice League of America*, a stint that began in earnest in 1978 and would end with the dismantling of the infamous JLA Detroit in 1986. During this era, he also revived Firestorm with artist Pat Broderick; this time the title found traction and Conway wrote the first 53 issues. A return to Marvel in the late '80s saw Conway tackling two of the three Spider-Man titles: *The Spectacular Spider-Man* and *Web of Spider-Man*.

During this period, Conway was asserting himself as a writer in film and television. His early '80s screenplay collaborations with Roy Thomas resulted in the animated film *Fire and Ice* and barbarian sequel *Conan the Destroyer*. By the late '80s, his opportunities in television writing had expanded, and he left comics to pursue writing and producing for *Matlock*, *Father Dowling Mysteries*, *Diagnosis: Murder* and *Law & Order*.

Today, Conway continues writing and producing for television and has recently returned to script the occasional comic. He resides in California with his wife and their daughter.

## SAL BUSCEMA

Without a doubt one of comics' most prolific artists, "Our Pal" Sal Buscema joined Marvel in 1968 shortly after his elder brother, John. Tackling inking duties on *Silver Surfer* and *Fantastic Four*, including the all-time classic *Silver Surfer* #4, Buscema quickly graduated to penciling. He was an anchor of the Marvel line in the 1970s with long runs on books like *Captain America*, *Marvel Team-Up* and *The Spectacular Spider-Man* and a 100-plus issue run on *The Incredible Hulk*. Buscema was also behind defining the tone on early issues of *The Defenders*, *Rom* and *The New Mutants*. His career as one of Marvel's most versatile artists lasted throughout the '70s and into the '90s. In 1988, he returned to *The Spectacular Spider-Man* and over the next ten years penciled every issue but two from #134 through #238 (and inked the vast majority as well!) Although he retired in the late '90s, readers can still see his name on comics credits from time to time, including inking work on the cult hit *Spider-Girl*.

## ROSS ANDRU

An everyman and entrepreneur throughout his long career in comics, Ross Andru became the stalwart penciler of Marvel's *Amazing Spider-Man* in 1973, gaining a renown as one of the great Spidey artists. With a smooth, compact style that eschewed extraneous detail, Andru's artistic visions were grounded in a reality that engaged the medium's readers.

His career in comics began in 1951. With an education at the Cartoonists and Illustrators School and a gig drawing Burne Hogarth's weekly *Tarzan* strips behind him, the Cleveland native teamed with inker Mike Esposito to form not only a decades-enduring artistic partnership but their own company, MR Publications.

Their next company, Mikeross Publications, turned out such fare as the satirical *Get Lost* and the romance title *Heart and Soul*. The success of these initiatives fleeting in the face of an industry-wide downturn, Andru would often find himself splitting time between Marvel and DC. At Marvel, he mainly handled Western comics like *Annie Oakley*, while at DC, he contributed to Robert Kanigher's war comics like *Star-Spangled War Stories* and *Our Army At War*, wherein he drew the first appearance of Sgt. Rock of Easy Company in 1959.

His impressive performance with Esposito garnered him a chance to take over *Wonder Woman*, starting a nine-year-long run that would stretch through 1967 and find him depicting charming stories of Diana Prince's teenage years on Paradise Island. Another notable title that Andru would work on in

the '60s was *Metal Men*. Leaping from *Showcase* to its own bimonthly title, Andru and Esposito crafted a sweet-natured heroic fantasy starring artificially intelligent robots.

A move to Marvel in the early '70s resulted in key work on *Marvel Feature*, in which he drew the first adventures of The Defenders, and *Marvel Team-Up*, his first regular foray on Spider-Man. Over the next five years, Andru would team with writer Gerry Conway and produce milestones including the first appearance of the Punisher, Harry Osborn donning the guise of the Green Goblin and the infamous Spider-Mobile. Completely at home in the cityscapes that Spider-Man called home, Andru's approach kept Spider-Man at the top of the sales charts through the decade. He also drew the first Marvel/DC crossover, *Superman vs. The Amazing Spider-Man*.

In 1978, Andru returned to DC in an editorial capacity, with his art focused mainly on covers, but his pencils would grace the interiors of books like *Atari Force*, *Jonah Hex*, *Vigilante* and *Blue Beetle*. He largely retired from the field by the late '80s and passed away shortly after his last work was published in 1993. In 2007, Andru and his longtime collaborator Mike Esposito were inducted into the Eisner Hall of Fame.

## BILL MANTLO

From the mid-'70s through the late-'80s, Bill Mantlo established himself as one of the most dedicated writers in the comics industry, writing hundreds of stories across dozens of titles, primarily for Marvel Comics.

Mantlo broke into comics as a colorist, but it wasn't long before he was given a crack at writing a fill-in story, a "Sons of the Tiger" story in the black-and-white *Deadly Hands of Kung Fu* magazine, and his true comics talent began to emerge. The quality of his work led to his installation as that book's regular writer, a tenure that included the notable achievement of introducing comics' first Puerto Rican hero, the White Tiger.

After achieving notoriety within the Marvel offices as a guy who could knock out credible fill-in scripts at a moment's notice, Mantlo was given more regular work. One early highlight was his 20-issue tenure on *Iron Man* that began the Golden Avenger's return to prominence. As one might expect from someone with such a volume of work, Mantlo was game to take on projects others dismissed, and he did it with an unfeigned aplomb that elevated the work.

It was on two licensed titles that Mantlo built his legacy. Inspired by a toy given to his son at Christmas, Mantlo lobbied Marvel to adapt Micronauts into an ongoing series. The award-winning epic he spun with artistic luminaries like Michael Golden and Pat Broderick is still highly revered by comics fandom as is his even longer run on *Rom*, wherein he developed a universe filled with Spaceknights, Dire Wraith monsters and outer space intrigue. Other notable credits in Mantlo's career include *Incredible Hulk*, *Alpha Flight* and *Spectacular Spider-Man*.

Just as Mantlo had begun a new career as a public defender with the New York City Legal Aid Society, he was struck by a hit-and-run driver and went into a weeks-long coma from severe head trauma. He has since been under constant medical care. The comics community has led multiple fundraisers to aid in the continuing care of a talented writer who is missed by his many fans.

## JIM MOONEY

A prolific comics artist since the 1940s, Jim Mooney proved nimble enough at penciling and inking that he gained a reputation for both disciplines that kept him in constant employ for decades. Tabbed by his peers with the nickname "Gentleman" Jim for his positive and polite demeanor, he became an artist revered by fans of both DC and Marvel Comics.

Mooney broke into the business working under the tutelage of such luminaries as Will Eisner, Lou Fine and Nick Cardy. He would grow to find his artistic voice alongside peers like George Tuska and Ruben Moreira, freelancing for many of the era's most prominent publishers. As the decade progressed, his work at DC took prominence. Mooney was crafting stories of the Dynamic Duo in both *Batman* and *Detective Comics*, plus Robin stories in *Star-Spangled Comics*. He also drew many of the seminal adventures of Tommy Tomorrow in *Action Comics*. It was while drawing Supergirl in the pages of *Action Comics*, however, that Mooney crafted an enduring legacy with his clean, illustrative take on Superman's cousin.

Mooney worked at DC until 1968, when his bold, streamlined style was called upon to team with John Romita on *The Amazing Spider-Man*. It would be the beginning of a relationship with the web-slinger that would lead to almost two decades of memorable penciling and inking of the character, including *The Spectacular Spider-Man*, *Marvel Team-Up* and the flagship title. Mooney lent his hand to virtually every title Marvel produced in one way or another including noteworthy runs on *Ghost Rider*, *Man-Thing* and *Omega the Unknown*. In 2008, Mooney passed away at the age of 89 after an extended illness.

Biographies researched and written by John Rhett Thomas

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As the Great Depression wore on and the specter of war hung over America, a new storytelling medium was born: the comic book. Within their four-color pages, larger-than-life super heroes could make short work of America's foes, giving readers of all ages hope for victory against the real-life enemies that faced the United States. At the forefront of this new medium was Timely Comics, a young company staffed by such legendary creators as Carl Burgos, Bill Everett, Joe Simon, Jack Kirby and Stan Lee. These trailblazing talents birthed a vast array of characters that would give rise to the Marvel Universe!

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GOLDEN AGE YOUNG ALLIES VOLS. 1-2

## THE ATLAS ERA

Seeing super heroes waning, Timely Comics evolved into Atlas Comics and took on a vast new range of genres: science-fiction tales of outer space adventures; realistic war comics; buxom jungle heroines; horror comics that would become the center of a moral panic that rocked the industry; and romance comics for the emerging teen audience. Even the classic costumed heroes of the Golden Age retooled to take on the threat of Communism. From Western gunfighters to crime to horror, the Atlas Era had it all!

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ATLAS ERA MENACE VOL. 1
ATLAS ERA STRANGE TALES VOLS. 1-6
ATLAS ERA TALES TO ASTONISH VOLS. 1-4
ATLAS ERA TALES OF SUSPENSE VOLS. 1-4
ATLAS ERA VENUS VOL. 1

## THE MARVEL AGE

In August 1961, change hit newsstands: *The Fantastic Four* #1 did not feature the squeaky-clean heroes of yesteryear. They were real characters placed in extraordinary circumstances. They lived together, they fought among themselves — and sometimes, they even lost to the bad guys. This was more than a change in attitude: It was the beginning of something entirely different — the beginning of the Marvel Age of Comics!

Thanks to the fertile imaginations of Stan Lee, Jack Kirby, Steve Ditko and others, an unending list of heroes followed the FF with ever-increasing acclaim and popularity: the Amazing Spider-Man, the Mighty Thor, the Incredible Hulk, Daredevil, Iron Man and the X-Men, to name but a few. These were the Marvel heroes, born of conflict and a continuous struggle to balance human lives with superhuman responsibilities.

THE AMAZING SPIDER-MAN VOLS. 1-20
ANT-MAN/GIANT-MAN VOLS. 1-3
THE AVENGERS VOLS. 1-18
THE BLACK PANTHER VOLS. 1-2
CAPTAIN AMERICA VOLS. 1-10
CAPTAIN MARVEL VOLS. 1-6
THE CHAMPIONS VOL. 1
DAREDEVIL VOLS. 1-12
DEATHLOK VOL. 1
THE DEFENDERS VOLS. 1-6
DOCTOR STRANGE VOLS. 1-8
THE FANTASTIC FOUR VOLS. 1-20
THE HUMAN TORCH VOLS. 1-2
THE INCREDIBLE HULK VOLS. 1-12
THE INHUMANS VOLS. 1-2
THE INVINCIBLE IRON MAN VOLS. 1-11
IRON FIST VOLS. 1-2
KA-ZAR VOLS. 1-2
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LUKE CAGE VOLS. 1-2
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THE MIGHTY THOR VOLS. 1-17
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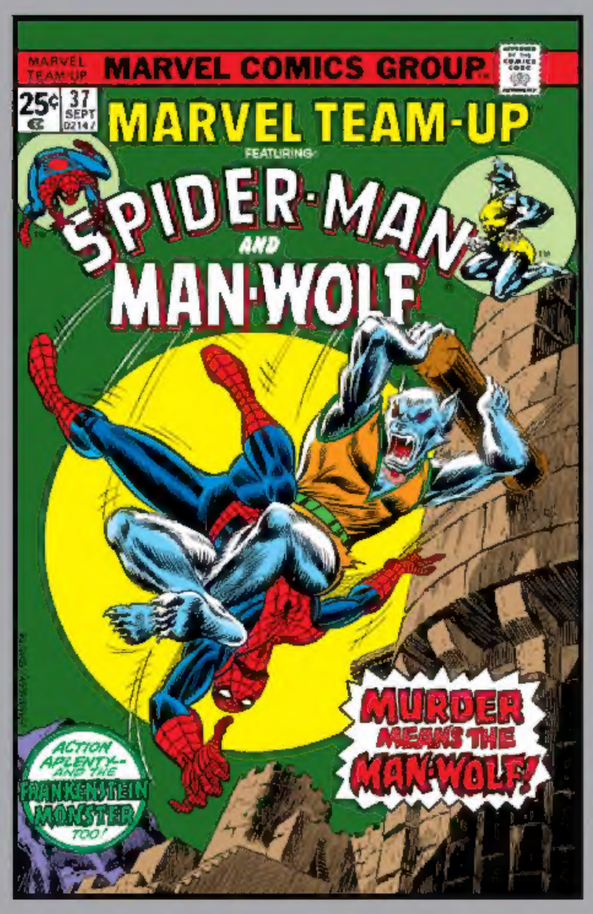
THE SPECTACULAR SPIDER-MAN VOL. 1
SPIDER-WOMAN VOL. 1
THE SILVER SURFER VOLS. 1-2
THE SUB-MARINER VOLS. 1-8
WARLOCK VOLS. 1-2
THE X-MEN VOLS. 1-8
THE UNCANNY X-MEN VOLS. 1-11



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